

PCSL/SEC/2015-16

December 14<sup>th</sup>, 2015

1. The National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051.
2. The Bombay Stock Exchange Ltd.  
1<sup>st</sup> Floor, New Trade Ring, Rotunda Building, PJ Towers,  
Dalal Street, Fort, Mumbai – 400 001.

Dear Sirs,

**Sub: Reinstatement of Stock Options under the Associate Stock Option Plan (ASOP 2003 & ASOP 2011)**

Pursuant to the approval accorded by the members of Nomination and Remuneration & Compensation Committee of the Company through its circular resolution dated 14<sup>th</sup> December 2015, the following Options have been reinstated to 1 associate as detailed below:

Scheme	Original Grant Date	Original Grant Price	Grant price subsequent to Demerger	No. of Options
ASOP 2003	22/04/2010	INR 185.95	INR 133.88	1,500
ASOP 2011	20/01/2012	INR 134.40	INR 96.77	3,000

**The Grant Price has been arrived on the following basis :**

The options mentioned above were already granted in the year 2010 and 2012 at the then applicable grant prices. Subsequently these options were cancelled due to system errors.

Therefore the options have again been reinstated now. Further subsequent to demerger the cost of acquisition of shares of the demerged company, Polaris Consulting & Services Limited is 72% of its original price.

Hence the Grant Price of the reinstated options stands as mentioned above.

**The vesting schedule from the date of grant is as follows:**

ASOP 2003: Options stands vested on 22/04/2015

ASOP 2011:

From the Date of Grant	Swarnam 101
20/01/2015	45%
20/01/2016	25%
20/01/2017	30%

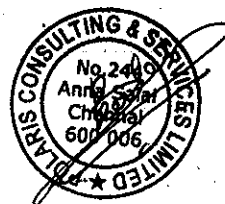
On the expiry of the vesting period, the associates have the right to convert the options into Shares either in full or in tranches at any time during the exercise period as provided under the Scheme.

We request you to take this information on record.

Thanking you

Yours truly,  
For Polaris Consulting & Services Limited  
(formerly known as Polaris Financial Technology Limited)

  
Christina Pauline Beulah  
Company Secretary and Compliance Officer  
Polaris Consulting & Services Limited



Registered Office: Polaris House, 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-3987 4000, 3984 3400 | Fax: +91-44-2852 3280  
Corporate Headquarters: Foundation, 34 IT Highway, Chennai - 603 103, India | Ph: +91-44-2743 5001, 3987 3000 | Fax: +91-44-2743 5166

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