

PFTL:SEC:2014-15
Date : July 23, 2014

1. **The National Stock Exchange of India Ltd.,**
Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.
2. **The Bombay Stock Exchange Ltd.**
1st Floor, New Trade Ring, Rotunda Building, PJ Towers,
Dalal Street, Fort, Mumbai – 400 001.
3. **Madras Stock Exchange Ltd.,**
Exchange Building, No.11 Second Line Beach, Chennai – 600 001.

Dear Sir/ Madam,

Sub: **Clause No: 35 A of the Listing Agreement - Voting Results**

In accordance with the Clause No: 35A of the Listing Agreement, we write to inform you that the Members of the Company at the Annual General Meeting held on July 23, 2014 transacted the following business:

SLNO	DESCRIPTION					
A	DATE OF AGM		23-07-2014			
B	BOOK CLOSURE DATE		13-06-2014 CUT-OFF DATE			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		40546			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		949			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	2	0	2	21073398	21.14330
	PUBLIC	940	7	947	1134952	1.13872
	TOTAL	942	7		22208350	22.28202
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					

Outcome of the Annual General Meeting of the Members of the Company

The Annual General Meeting of the Members of the Company was held on Wednesday, July 23rd 2014 at 11.45 A.M at The Music Academy, New No: 168, T.T.K.Road, Royapettah, Chennai – 600014. The mode of voting by the way of Poll/ E- Voting. The Shareholders transacted the business as provided in Annexure.

Scrutiniser's Report is also enclosed.

Request you to kindly take the same on record

Thanking You

Yours Sincerely,

For Polaris Financial Technology Limited


V.V.Naresh

Vice President – Company Secretary and Compliance Officer

Polaris Financial Technology Limited, Regd. Office: 'Polaris House', 244, Anna Salai, Chennai - 600 006. India. Tel: +91-44-3987 4000, Fax: +91-44-2852 3280
Corporate Headquarters: 'Foundation', 34, IT High way, Chennai - 603 103. India. Tel: +91-44-2743 5001 /+91-44-3987 3000, Fax: +91-44-2743 5166

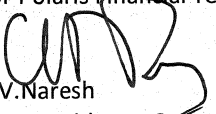
Encl : as above.

India: Bangalore, Chennai, Hyderabad, Mangalore, Mumbai, New Delhi, Pune, Thane | Australia: Melbourne, Sydney | Canada: Mississauga, Toronto
Chile: Santiago | China: Guangzhou, Shanghai | France: Paris | Germany: Frankfurt | Hong Kong | Indonesia: Jakarta | Ireland: Wicklow | Japan: Tokyo
Kenya: Nairobi | Malaysia: Kuala Lumpur | Netherlands: Utrecht | New Zealand: Wellington | Philippines: Pasing city | Saudi Arabia: Riyadh | Singapore
South Africa: Mondeor | Spain: Madrid | Switzerland: Neuchate | Thailand: Bangkok | UAE: Dubai | United Kingdom: Belfast, London
USA: Chicago, New Jersey, Pittsburgh, Tampa | Vietnam: Ho Chi Minh City

Resolution 1 Adoption of Standalone and Consolidated Financial Statements	Promoter / Public	No. of Shares held	No. of votes polled	% of votes Polled on Outstanding Shares	No. of Votes – in favour	No. of Votes – against	% of votes in favour on votes polled	% of votes in against on votes polled
	Promoter and Promoter Group	28995760	22541899	77.7421	22541899	0	100	0
	Public – Institutional Holders	28175501	6577479	23.3447	6577479	0	100	
	Public-Others	42498113	521382	1.2268	521382	0	100	0
	Total	99669374	29640760		29640760	0		
Resolution 2 Declare the Dividend of Rs.6.25/- per share								
	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	6577479	0	100	0
	Public – Others	42498113	521382	1.2268	521382	0	100	0
	Total	99669374	29640760		29640760	0		
Resolution 3 Appointment of a Director in place of Mr.Abhay Agarwal who retires by rotation								
	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	6577479	0	100	0
	Public – Others	42498113	521382	1.2268	521241	141	99.9729	0.027
	Total	99669374	29640760		29640619	141		
Resolution 4 Re-appointment of Auditors, M/s.S.R.Batliboi & Associates LLP								
	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	6577479	0	100	0
	Public – Others	42498113	521382	1.2268	521237	145	99.9721	0.0278
	Total	99669374	29640760		29640615	145		
Resolution 5 Appointment of Mr.R.C.Bhargava as an Independent Director								
	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	5004033	1573446	76.0782	23.9217
	Public – Others	42498113	521382	1.2268	521226	156	99.97	0.0299
	Total	99669374	29640760		28067158	1573602		
Resolution 6 Appointment of Dr.Ashok Jhunjhunwala as an Independent Director								
	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	2060746	4516733	31.3303	68.6696
	Public – Others	42498113	521382	1.2268	521214	168	99.9677	0.0322
	Total	99669374	29640760		25123859	4516901		
Resolution 7 Appointment of Mr.Arvind Kumar as an Independent Director								
	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	5004033	1573446	76.0782	23.9217
	Public – Others	42498113	521377	1.2268	521236	141	99.9729	0.027
	Total	99669374	29640755		28067168	1573587		

Resolution 8 Appointment of Mr.Raju Venkatraman as an Independent Director	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	6577479	0	100	0
	Public – Others	42498113	521382	1.2268	521237	145	99.9721	0.0278
	Total	99669374	29640760		29640615	145		
Resolution 9 Appointment of Mr.V.Balaraman as an Independent Director	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	6577479	0	100	0
	Public – Others	42498113	521382	1.2268	521237	145	99.9721	0.0278
	Total	99669374	29640760		29640615	145		
Resolution 10 Approval for payment of remuneration to Non-Executive Directors	Promoter and Group	28995760	22541899	77.7421	22541899	0	100	0
	Public - Institutional holders	28175501	6577479	23.3447	6577479	0	100	0
	Public – Others	42498113	521382	1.2268	520972	410	99.9213	0.0786
	Total	99669374	29640760		29640350	410		

Thanking You
Yours Sincerely,
For Polaris Financial Technology Limited


V.V.Naresh
Vice President – Company Secretary and Compliance Officer