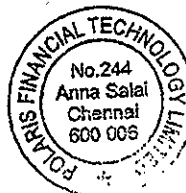


<b>(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35</b>			
<b>NAME OF THE COMPANY: POLARIS FINANCIAL TECHNOLOGY LIMITED</b>			
SCRIP CODE:	532254	Name of the Scrip:	Polaris
Class of Security:	Equity	Period Ended:	31.03.2013
<b>Partly paid-up shares</b>	<b>No. of partly paid-up shares</b>	<b>As a % of total no. of partly paid-up shares</b>	<b>As a % of total no. of shares of the Company.</b>
Held by promoter/promoter group	-	-	-
Held by Public	-	-	-
<b>Total:</b>	-	-	-
<b>Outstanding convertible securities:</b>	<b>No. of outstanding securities</b>	<b>As a % of total no. of outstanding convertible securities.</b>	<b>As a % of total no. of shares of the Company assuming full conversion of the convertible securities</b>
Held by promoter/promoter group	-	-	-
Held by Public	-	-	-
<b>Total:</b>	-	-	-
<b>Warrants:</b>	<b>No. of warrants</b>	<b>As a % of total no. of warrants</b>	<b>As a % of total no. of shares of the Company, assuming full conversion of warrants</b>
Held by promoter/promoter group	-	-	-
Held by Public	-	-	-
<b>Total:</b>	-	-	-
<b>Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities</b>	<b>99,506,074</b>	-	<b>100.00</b>

For Polaris Financial Technology Limited

*[Signature]*  
**B.Muthusubramanian**  
 Senior Vice President ( Finance & Secretary)



Chennai  
 April 4, 2013

(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35  
 NAME OF THE COMPANY: POLARIS FINANCIAL TECHNOLOGY LIMITED  
 SCRIP CODE: 532254

Name of the Scrip: Polaris  
 Period Ended: 31/03/2013

Class of Security: Equity

CATE GORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHARE HOLDERS	TOTAL No. OF SHARES	NO OF SHARES HELD IN DEMAT FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a % of (A+B)	AS a % of (A+B+C)	No. OF SHARES	AS a % (IX)=(VIII)/ (IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	<b>PROMOTER AND PROMOTER GROUP</b>							
(1)	INDIAN							
(a)	Individual /HUF	16	28,993,360	28,993,359	29.14	29.14	-	-
(b)	Central Government/State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-
(e)	Others	-	-	-	-	-	-	-
	<b>Sub-Total A(1) :</b>	<b>16</b>	<b>28,993,360</b>	<b>28,993,359</b>	<b>29.14</b>	<b>29.14</b>	-	-
(2)	FOREIGN							
(a)	Individuals (NRIs/Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
(e)	Others	-	-	-	-	-	-	-
	<b>Sub-Total A(2) :</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	-	-
	<b>Total A=A(1)+A(2)</b>	<b>16</b>	<b>28,993,360</b>	<b>28,993,359</b>	<b>29.14</b>	<b>29.14</b>	-	-
(B)	<b>PUBLIC SHAREHOLDING</b>							
(1)	INSTITUTIONS							
(a)	Mutual Funds /UTI	26	10,346,296	10,346,296	10.40	10.40	-	-
(b)	Financial Institutions /Banks	7	472,239	472,239	0.47	0.47	-	-
(c)	Central Government / State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	68	18,692,552	18,692,402	18.79	18.79	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Others	-	-	-	-	-	-	-
	<b>Sub-Total B(1) :</b>	<b>101</b>	<b>29,511,087</b>	<b>29,510,937</b>	<b>29.66</b>	<b>29.66</b>	-	-
(2)	NON-INSTITUTIONS							
(a)	Bodies Corporate	876	3,818,104	3,810,154	3.84	3.84	-	-
(b)	Individuals							
	(i) Individuals holding nominal share capital upto Rs.1 lakh	45,590	9,933,464	9,732,211	9.98	9.98	-	-
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	64	3,762,451	3,762,451	3.78	3.78	-	-
(c)	Others	2	19,575,092	19,575,092	19.67	19.67	-	-
	<b>BUSINESS ASSOCIATES</b>	<b>705</b>	<b>574,775</b>	<b>570,675</b>	<b>0.58</b>	<b>0.58</b>	-	-
	<b>NON RESIDENT INDIANS</b>	<b>2</b>	<b>300</b>	<b>250</b>	<b>0.00</b>	<b>0.00</b>	-	-
	<b>OVERSEAS CORPORATE BODIES</b>	<b>85</b>	<b>48,289</b>	<b>48,289</b>	<b>0.05</b>	<b>0.05</b>	-	-
	<b>CLEARING MEMBERS</b>	<b>8</b>	<b>3,289,152</b>	<b>3,269,052</b>	<b>3.31</b>	<b>3.31</b>	-	-
	<b>TRUSTS</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
	<b>Sub-Total B(2) :</b>	<b>47,332</b>	<b>41,001,627</b>	<b>40,768,174</b>	<b>41.21</b>	<b>41.21</b>	-	-
	<b>Total B=B(1)+B(2) :</b>	<b>47,433</b>	<b>70,512,714</b>	<b>70,279,111</b>	<b>70.86</b>	<b>70.86</b>	-	-
	<b>Total (A+B) :</b>	<b>47,449</b>	<b>99,506,074</b>	<b>99,272,470</b>	<b>100.00</b>	<b>100.00</b>	-	-
(C)	<b>Shares held by custodians, against which Depository Receipts have been issued</b>							
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00	-	-
(2)	Public	0	0	0	0.00	0.00	-	-
	<b>GRAND TOTAL (A+B+C) :</b>	<b>47,449</b>	<b>99,506,074</b>	<b>99,272,470</b>	<b>100.00</b>	<b>100.00</b>	-	-

For Polaris Financial Technology Limited

*B. Muthusubramanian*  
 B. Muthusubramanian  
 Senior Vice President ( Finance & Secretary)



Chennai  
 April 4, 2013

Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"											
Sr.No	Name of the Shareholder	Details of Shares held		Encumbered shares (*)			Details of Warrants		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	As a % of grand total (A)+(B)+(C)	Pledge Shares	AS a % (VI)=(V)/(iii)*100	AS a % of grand total (A) + (B) + (C) of sub-clause (i) (a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(i)	(ii)	(iii)	(iv)	(v)	(vi)=(v)/(iii)*100	(vii)	(viii)	(ix)	(x)	(xi)	(xii)
1	POLARIS HOLDINGS (P) LIMITED	20,020,938	20.12	-	-	-	-	-	-	-	20.12
2	ARUN JAIN	4,332,364	4.35	-	-	-	-	-	-	-	4.35
3	YOGESH ANDLAY	2,077,447	2.09	-	-	-	-	-	-	-	2.09
4	MANJU JAIN	1,052,460	1.06	-	-	-	-	-	-	-	1.06
5	ARUN JAIN (HUF)	789,000	0.79	-	-	-	-	-	-	-	0.79
6	UDAY JAIN	619,500	0.62	-	-	-	-	-	-	-	0.62
7	AARUSHI JAIN	60,000	0.06	-	-	-	-	-	-	-	0.06
8	MEENA AGARWAL	21,450	0.02	-	-	-	-	-	-	-	0.02
9	SHASHI GUPTA	5,900	0.01	-	-	-	-	-	-	-	0.01
10	NEETA MATHUR	2,400	0.00	-	-	-	-	-	-	-	0.00
11	NAVEEN KUMAR	2,400	0.00	-	-	-	-	-	-	-	0.00
12	NITA JAIN	2,400	0.00	-	-	-	-	-	-	-	0.00
13	MANJU VERMA	2,400	0.00	-	-	-	-	-	-	-	0.00
14	UMA GUPTA	2,400	0.00	-	-	-	-	-	-	-	0.00
15	SUMAN MATHUR	2,300	0.00	-	-	-	-	-	-	-	0.00
16	ARUN JAIN	1	0.00	-	-	-	-	-	-	-	0.00
	TOTAL :	28,993,360	29.14	-	-	-	-	-	-	-	29.14

For Polaris Financial Technology Limited

*Muthusubramanian*

B.Muthusubramanian  
Senior Vice President ( Finance & Secretary)



Chennai  
April 4, 2013

Sr.No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grant total (A)+(B)+(C) indicated in Statement at para (i)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	ORBITECH LIMITED *	19,575,092	19.67	-	-	-	-	19.67
2	FRANKLIN MUTUAL SERIES FUNDS- MUTUAL BEACON FUND	6,942,715	6.98	-	-	-	-	6.98
3	GHI LTP LTD	1,938,001	1.95	-	-	-	-	1.95
4	TATA TRUSTEE CO. LTD A/C TATA MUTUAL FUND - TATA EQUITY P/E FUND	1,900,000	1.91	-	-	-	-	1.91
5	POLARIS ASSOCIATE STOCK OPTION PLAN TRUST	1,536,000	1.54	-	-	-	-	1.54
6	ORBITECH EMPLOYEES WELFARE TRUST	1,177,929	1.18	-	-	-	-	1.18
7	ING VVSYA LIFE INSURANCE COMPANY LIMITED	1,132,085	1.14	-	-	-	-	1.14
8	LSV EMERGING MARKETS EQUITY FUND LP	1,127,800	1.13	-	-	-	-	1.13
	<b>TOTAL :</b>	<b>35,329,622</b>	<b>35.50</b>	-	-	-	-	<b>35.50</b>

\* Includes 41,95,486 Shares (4.22%) held by Citibank A/c Orbitech Ltd., a PAC of Orbitech Ltd.

For Polaris Financial Technology Limited

*[Signature]*

**B.Muthusubramanian**  
Senior Vice President ( Finance & Secretary)



Chennai  
April 4, 2013

Sr.No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares held	Shares as a percentage of total number of shares (i.e., Grant total (A)+(B)-(C) indicated in Statement at para (i) (a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital)
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	ORBITECH LIMITED *	19,575,092	19.68	-	-	-	-	19.68
2	FRANKLIN MUTUAL SERIES FUNDS- MUTUAL BEACON FUND	6,942,715	6.98	-	-	-	-	6.98
	<b>TOTAL :</b>	<b>26,517,807</b>	<b>26.66</b>	-	-	-	-	<b>26.66</b>

\* Includes 41,95,486 Shares (4.22%) held by Citibank A/c Orbitech Ltd., a PAC of Orbitech Ltd.

For Polaris Financial Technology Limited

*[Handwritten Signature]*

**B.Muthusubramanian**  
Senior Vice President (Finance & Secretary)



Chennai  
April 4, 2013

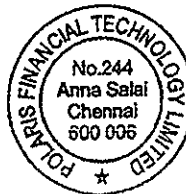
*[Handwritten initials]*

(I)(d) STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES"				
Sr.No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a (%) percentage of total number of shares {i.e, Grand Total (A)+(B)+(C) Indicated in Statement at para (I)(a) above}	Promoter/Promoter Group/Public
1	GN. MATHUR	46	0.00	PUBLIC
2	VAIDEHI K.A.	1	0.00	PUBLIC
3	T.K.RAMANAN	1	0.00	PUBLIC
4	GAYATHRI.B	1	0.00	PUBLIC
5	SUDHA GOPALAKRISHNAN	1	0.00	PUBLIC
6	C.S.CHANDRASEKAR	1	0.00	PUBLIC
7	M.R.VENKATESAN	1	0.00	PUBLIC
8	PRABHJOT S SAMBHY	1	0.00	PUBLIC
9	K.SRINIVASAN	1	0.00	PUBLIC
10	ANANDA KRISHNAN	1	0.00	PUBLIC
11	LALITHA VIJAY	1	0.00	PUBLIC
12	K.SEKAR	1	0.00	PUBLIC
13	M.VIDYASAGAR	1	0.00	PUBLIC
14	RAMA SIVARAMAN	1	0.00	PUBLIC
15	RAYMOND AROGYASWAMY	1	0.00	PUBLIC
16	SAMPATH KUMAR ANAND	1	0.00	PUBLIC
17	CRS.BHARADWAJ	1	0.00	PUBLIC
18	JAIDEEP BILLA	1	0.00	PUBLIC
19	S.R.RAMASWAMI	1	0.00	PUBLIC
20	GOVIND SINGHAL	1	0.00	PUBLIC
21	K.GOVINDARAAN	1	0.00	PUBLIC
22	JAYASHREE.R	1	0.00	PUBLIC
23	PADMINI.S	1	0.00	PUBLIC
24	S.SRIRAM	1	0.00	PUBLIC
25	ARUN JAIN	1	0.00	PROMOTER/PROMOTER GROUP
	TOTAL :	70	0.00	

For Polaris Financial Technology Limited

*[Handwritten Signature]*

**B.Muthusubramanian**  
Senior Vice President ( Finance & Secretary)



Chennai  
April 4, 2013

(I)(a) STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS)				
Sr.No.	Type of outstanding DR (ADRs,GDRs,SDRs,etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at Para(I)(a) above}
		-	-	-
	TOTAL :	-	-	-

For Polaris Financial Technology Limited

*B. Muthusubramanian*

**B.Muthusubramanian**  
Senior Vice President ( Finance & Secretary)

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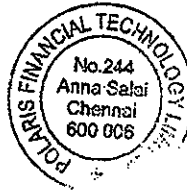
Chennai  
April 4, 2013

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by "Promoter/Promoter group" are in excess of 1% of the total number shares.				
Sr.No.	Name of the DR Holder	Type of outstanding DR (ADRs,GDRs,SDRs,etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para(I)(a) above}
TOTAL :			-	-
			-	-

For Polaris Financial Technology Limited

*B. Muthusubramanian*

**B.Muthusubramanian**  
Senior Vice President ( Finance & Secretary)



Chennai  
April 4, 2013