

<b>(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35</b>			
<b>NAME OF THE COMPANY: POLARIS FINANCIAL TECHNOLOGY LIMITED</b>			
<b>SCRIP CODE:</b>	<b>532254</b>	<b>Name of the Scrip:</b>	<b>Polaris</b>
<b>Class of Security:</b>	<b>Equity</b>	<b>Quarter Ended:</b>	<b>31/03/2014</b>
<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>99,550,274</b>	<b>0</b>	<b>100.00</b>

For **Polaris Financial Technology Limited**

  
**V V Naresh**  
 Vice President & Company Secretary



Chennai  
 April 2, 2014

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

Name of the Scrip: Polaris  
Quarter Ended: 31/03/2014

CATEGORY 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)
<b>(A)</b>	<b>PROMOTER AND PROMOTER GROUP</b>							
(1)	INDIAN							
(a)	Individual /HUF	15	8,974,822	8,974,821	9.02	9.02	-	-
(b)	Central Government/State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	1	20,020,938	20,020,938	20.11	20.11	-	-
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-
(e)	Others	-	-	-	-	-	-	-
	<b>Sub-Total A(1) :</b>	<b>16</b>	<b>28,995,760</b>	<b>28,995,759</b>	<b>29.13</b>	<b>29.13</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>Total A=A(1)+A(2)</b>	<b>16</b>	<b>28,995,760</b>	<b>28,995,759</b>	<b>29.13</b>	<b>29.13</b>		
<b>(B)</b>	<b>PUBLIC SHAREHOLDING</b>							
(1)	INSTITUTIONS							
(a)	Mutual Funds /UTI	18	3,003,669	3,003,669	3.02	3.02	-	-
(b)	Financial Institutions /Banks	6	462,913	462,913	0.47	0.47	-	-
(c)	Central Government / State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	78	27,301,793	27,301,643	27.43	27.43	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Others	-	-	-	-	-	-	-
	<b>Sub-Total B(1) :</b>	<b>102</b>	<b>30,768,375</b>	<b>30,768,225</b>	<b>30.91</b>	<b>30.91</b>		
(2)	NON-INSTITUTIONS							
(a)	Bodies Corporate	842	2,578,759	2,578,209	2.59	2.59	-	-
(b)	Individuals							
	(i) Individuals holding nominal share capital upto Rs.1 lakh	40,444	8,007,845	7,811,578	8.04	8.04	-	-
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	49	5,357,098	5,357,098	5.38	5.38	-	-
(c)	Others							
	<b>Sub-Total B(2) :</b>	<b>42,183</b>	<b>39,786,139</b>	<b>39,565,322</b>	<b>39.97</b>	<b>39.97</b>		
	<b>Total B=B(1)+B(2) :</b>	<b>42,285</b>	<b>70,554,514</b>	<b>70,333,547</b>	<b>70.87</b>	<b>70.87</b>		
	<b>Total (A+B) :</b>	<b>42,301</b>	<b>99,550,274</b>	<b>99,329,306</b>	<b>100.00</b>	<b>100.00</b>		
<b>(C)</b>	<b>Shares held by custodians, against which Depository Receipts have been issued</b>							
(1)	Promoter and Promoter Group							
(2)	Public	0	0	0	0.00	0.00	-	-
	<b>GRAND TOTAL (A+B+C) :</b>	<b>42,301</b>	<b>99,550,274</b>	<b>99,329,306</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>

For Polaris Financial Technology Limited

V V Naresht  
Vice President & Company Secretary



Chennai  
April 2, 2014

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 %	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 BANYAN HOLDING PRIVATE LIMITED (Formerly Known as POLARIS HOLDINGS PRIVATE LIMITED)	20,020,938	20.11	0	0.00	0.00	0	0.00	0	0.00	20.11
2	ARUN JAIN	4,332,364	4.35	0	0.00	0.00	0	0.00	0	0.00	4.35
3	YOGESH ANDLAY	2,077,447	2.09	0	0.00	0.00	0	0.00	0	0.00	2.09
4	MANJU JAIN	1,052,460	1.06	0	0.00	0.00	0	0.00	0	0.00	1.06
5	ARUN JAIN	789,000	0.79	0	0.00	0.00	0	0.00	0	0.00	0.79
6	UDAY JAIN	619,500	0.62	0	0.00	0.00	0	0.00	0	0.00	0.62
7	AARUSHI JAIN	60,000	0.06	0	0.00	0.00	0	0.00	0	0.00	0.06
8	MEENA AGARWAL	21,450	0.02	0	0.00	0.00	0	0.00	0	0.00	0.02
9	SHASHI GUPTA	5,900	0.01	0	0.00	0.00	0	0.00	0	0.00	0.01
10	NAVEEN KUMAR	4,800	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
11	NEETA MATHUR	2,400	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
12	MITA JAIN	2,400	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
13	MANJU VERMA	2,400	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
14	UMA GUPTA	2,400	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
15	SUMAN MATHUR	2,300	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
16	ARUN JAIN	1	0.00	0	0.00	0.00	0	0.00	0	0.00	0.00
	<b>TOTAL :</b>	<b>28,995,760</b>	<b>29.13</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>29.13</b>

Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares								
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	19.66	0	0.00	0	0.00	19.66
2	FRANKLIN MUTUAL SERIES FUNDS- MUTUAL BEACON FUND	7,108,509	7.14	0	0.00	0	0.00	7.14
3	HERMES INVESTMENT FUNDS PLC ON BEHALF OF HERMES EMERGING ASIA EQUITY FUND	3,242,327	3.26	0	0.00	0	0.00	3.26
4	GHI LTP LTD	2,374,961	2.39	0	0.00	0	0.00	2.39
5	POLARIS ASSOCIATE STOCK OPTION PLAN TRUST	1,536,000	1.54	0	0.00	0	0.00	1.54
6	ORBITECH EMPLOYEES WELFARE TRUST	1,152,329	1.16	0	0.00	0	0.00	1.16
7	LSV EMERGING MARKETS EQUITY FUND LP	1,127,800	1.13	0	0.00	0	0.00	1.13
8	GHI JBD LTD	1,000,045	1.00	0	0.00	0	0.00	1.00
	<b>TOTAL :</b>	<b>37,117,063</b>	<b>37.28</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>37.28</b>

\* Includes 41,95,486 Shares (4.21%) held by Citibank A/c Orbitech Ltd., a PAC of Orbitech Ltd.

For Polaris Financial Technology Limited

V V Naresan  
Vice President & Company Secretary



Chennai  
April 2, 2014

(I)(c)(iii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company								
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., Grand 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	19.66	0	0.00	0	0.00	19.66
2	FRANKLIN MUTUAL SERIES FUNDS- MUTUAL BEACON FUND	7,108,509	7.14	0	0.00	0	0.00	7.14
	<b>TOTAL :</b>	<b>26,683,601</b>	<b>26.80</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>26.80</b>

\* Includes 41,95,486 Shares (4.21%) held by Citibank A/c Orbitech Ltd., a PAC of Orbitech Ltd.

(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	PADMINILS	1	0.00	PUBLIC
24	S.SRIRAM	1	0.00	PUBLIC
25	ARUN JAIN	1	0.00	PROMOTER/ PROMOTER GROUP
	<b>TOTAL :</b>	<b>70</b>	<b>0.00</b>	

For Polaris Financial Technology Limited

V V Naresh  
Vice President & Company Secretary



Chennai  
April 2, 2014

(II)(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 :		-	-	-

(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 :		-	-	-

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