

Ref No.: EW/Sec/2014/234

September 10, 2014

BSE Limited

P J Towers, Dalal Street,
Fort, Mumbai - 400 001.

Dear Sir,

Sub: Results of the Postal Ballot

This is to inform you that the members of the Company by way of a Postal Ballot have passed the following Special Resolutions:

1. authorising the Board of Directors of the Company to borrow moneys in excess of the paid-up share capital and free reserves of the Company upto Rs. 10,000 crores and to secure repayment thereof, under Section 180 of the Companies Act, 2013.
2. authorising the Board of Directors of the Company to make loans to any person or other bodies corporate; give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise securities of any body corporate, upto Rs. 10,000 crores, under Section 186 of the Companies Act, 2013.
3. authorising the Board of Directors of the Company to issue of Non-convertible Debentures upto Rs. 1,000 crores on a private placement basis pursuant to Section 42 of the Companies Act, 2013; and
4. enabling Foreign Institutional Investors ("FIIs") registered with the Securities and Exchange Board of India ("SEBI") to acquire and hold, on their own account and on behalf of their SEBI approved sub-accounts, Equity Shares of the Company, upto 40% of the total paid-up Equity Share Capital of the Company.

All the above Special Resolutions have been passed with the requisite majority as per the Report dated September 10, 2014 of Mr. Keyoor Bakshi, Partner, KBNT Associates, Practicing Company Secretary, the Scrutinizer, appointed for conducting the postal ballot process.

The results of the Postal Ballot were declared today at 4.00 p.m. at the Registered Office of the Company.

Pursuant to Clause 35A of the Listing Agreement, the details of the voting results of the Postal Ballot are enclosed.

You are requested to take note of the same.

Thanking you,

Yours faithfully,

For Edelweiss Financial Services Limited



B. Renganathan
Executive Vice President & Company Secretary

Encl.: as above

**Summary and results of the postal ballot forms received
(As per Clause 35A of the Listing Agreement)**

Agenda wise

The mode of voting for all the resolutions on Postal Ballot commenced on August 9, 2014 and ended on September 8, 2014.

Given below is the resolution wise combined result of Postal Ballot:-

Resolution No. 1:- To authorise the Board to borrow moneys in excess of the paid-up share capital and free reserves of the Company upto Rs. 10,000 crores and to secure repayment thereof, under Section 180 of the Act (Special Resolution)

Total no. of shareholders as on August 1, 2014	131,167		
Total no. of shares as on August 1, 2014	777,620,488		
Receipt of Postal Ballot Forms and e-Voting	166		
		Number of Votes	Number of shares
Total votes cast through e-voting	A	149	391,785,203
Total votes cast through Postal Ballot Forms received	B	17	95,272,563
Grand Total of e-voting/Postal Ballot Form (A+B)	C	166	487,057,766
Less: Invalid e-voting/Postal Ballot Forms *(On account of signature mismatch, for/against option not indicated)	D	-	-
Net e-voting /Postal Ballot Forms (C-D)	E	166	487,057,766

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	285,715,690	282,426,330	98.849%	282,426,330	-	100.000%	0.000%
Public Institutional Holders	188,466,473	29,965,333	15.900%	29,965,333	-	100.000%	0.000%
Public-Others	303,438,325	174,666,103	57.562%	174,657,572	8,531	99.995%	0.005%
Total	777,620,488	487,057,766	62.634%	487,049,235	8,531	99.998%	0.002%

Resolution No. 2:- To authorise the Board to make loans to any person or other bodies corporate; give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise securities of any body corporate, upto Rs. 10,000 crores, under Section 186 of the Act (Special Resolution)

Total no. of shareholders as on August 1, 2014	131,167		
Total no. of shares as on August 1, 2014	777,620,488		
Receipt of Postal Ballot Forms and e-Voting	166		
		Number of Votes	Number of shares
Total votes cast through e-voting	A	149	391,785,203
Total votes cast through Postal Ballot Forms received	B	17	95,272,563
Grand Total of e-voting/Postal Ballot Form (A+B)	C	166	487,057,766
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Net e-voting /Postal Ballot Forms (C-D)	E	166	487,057,766

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	285,715,690	282,426,330	98.849%	282,426,330	-	100.000%	0.000%
Public Institutional Holders	188,466,473	29,965,333	15.900%	27,008,029	2,957,304	90.131%	9.869%
Public-Others	303,438,325	174,666,103	57.562%	174,656,492	9,611	99.994%	0.006%
Total	777,620,488	487,057,766	62.634%	484,090,851	2,966,915	99.391%	0.609%

Resolution No. 3:- To authorise the Board to issue Non-convertible Debentures upto Rs. 1,000 crores on a private placement basis pursuant to Section 42 of the Act (Special Resolution)

Total no. of shareholders as on August 1, 2014	131,167		
Total no. of shares as on August 1, 2014	777,620,488		
Receipt of Postal Ballot Forms and e-Voting	165		
		Number of Votes	Number of shares
Total votes cast through e-voting	A	148	391,785,123
Total votes cast through Postal Ballot Forms received	B	17	95,272,563
Grand Total of e-voting/Postal Ballot Form (A+B)	C	165	487,057,686
Less: Invalid e-voting/Postal Ballot Forms *(On account of signature mismatch, for/against option not indicated)	D	-	-
Net e-voting /Postal Ballot Forms (C-D)	E	165	487,057,686

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	285,715,690	282,426,330	98.849%	282,426,330	-	100.000%	0.000%
Public Institutional Holders	188,466,473	29,965,333	15.900%	29,965,333	-	100.000%	0.000%
Public-Others	303,438,325	174,666,023	57.562%	174,657,392	8,631	99.995%	0.005%
Total	777,620,488	487,057,686	62.634%	487,049,055	8,631	99.998%	0.002%

Resolution No. 4:-

To enable Foreign Institutional Investors ("FIIs") registered with the Securities and Exchange Board of India ("SEBI") to acquire and hold, on their own account and on behalf of their SEBI approved sub-accounts, Equity Shares of the Company, upto 40% of the total paid-up Equity Share Capital of the Company (Special Resolution)

Total no. of shareholders as on August 1, 2014	131,167		
Total no. of shares as on August 1, 2014	777,620,488		
Receipt of Postal Ballot Forms and e-Voting	165		
		Number of Votes	Number of shares
Total votes cast through e-voting	A	148	391,785,153
Total votes cast through Postal Ballot Forms received	B	17	95,272,563
Grand Total of e-voting/Postal Ballot Form (A+B)	C	165	487,057,716
Less: Invalid e-voting/Postal Ballot Forms *(On account of signature mismatch, for/against option not indicated)	D	-	-
Net e-voting /Postal Ballot Forms (C-D)	E	165	487,057,716

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	285,715,690	282,426,330	98.849%	282,426,330	-	100.000%	0.000%
Public Institutional Holders	188,466,473	29,965,333	15.900%	29,965,333	-	100.000%	0.000%
Public-Others	303,438,325	174,666,053	57.562%	174,647,502	18,551	99.989%	0.011%
Total	777,620,488	487,057,716	62.634%	487,039,165	18,551	99.996%	0.004%

As per the consolidated results of the Postal Ballot, Resolution No. 1 to 4 of the notice of Postal Ballot, are passed by requisite majority.

For Edelweiss Financial Services Limited


B. Renganathan
 Executive Vice President & Company Secretary