

## EDELWEISS FINANCIAL SERVICES LIMITED

Registered Office: Edelweiss House, Off. C.S.T. Road, Kalina, Mumbai 400098, Maharashtra | Tel: 022 4009 4400, Fax: 022 4086 3759  
Corporate Identity Number (CIN): L99999MH1995PLC094641 | Website: www.edelweissfin.com  
Email: efsi.shareholders@edelweissfin.com | Company Secretary and Compliance Officer: Mr. B. Renganathan

### Post Buy-back Offer Public Advertisement regarding completion of Buy-back Offer in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended

#### For the attention of the members of Edelweiss Financial Services Limited

#### 1 The Buy-Back

- 1.1 Edelweiss Financial Services Limited ("the Company") had announced the Buy-back of its fully paid-up Equity Shares of the face value Re. 1 each ("the Equity Shares") from the existing members of the Company (the "Buy-back") from the open market through stock exchanges using the electronic trading facilities of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") where the Equity Shares of the Company are listed, (hereinafter together referred to as the "Stock Exchanges"), in accordance with the provisions of Section 68 and all other applicable provisions, if any of the Companies Act, 2013 (the "Act") and the Rules framed thereunder, as amended and the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended (the "Buy-back Regulations") and the relevant provisions of the Articles of Association of the Company and subject to approval(s) as may be necessary at a price not exceeding Rs.45 per Equity Share ("Maximum Buy-back Price") payable in cash, for a total consideration not exceeding Rs.1,35,00,00,000 ("Maximum Buy-back size") which represents approximately 9.98% of the total paid-up Equity Share capital and free reserves of the Company as on March 31, 2013, the date of the latest available standalone audited accounts of the Company, as on April 28, 2014, being the date of the Public Announcement.
- 1.2 As per the Public Announcement dated April 28, 2014, the Buy-back commenced on May 5, 2014 and was to be closed on November 4, 2014. In view of Stock Exchange Trading Holiday on November 4, 2014, the Buy-back programme completed on November 3, 2014. The payout formalities have been completed by November 3, 2014. Till closure of the Buy-back, the Company has utilised 5.64% of the amount authorised for the Buy-back.

#### 2. Details of the Buy-back

- 2.1 The total number of Equity Shares bought - back under the Buy-back is 20,30,048 Equity Shares. The Company has extinguished all the Equity Shares bought back.
- 2.2 The total amount invested in the Buy-back is Rs. 7,60,94,664.35 (excluding the Transaction costs).
- 2.3 The price at which the Shares were bought-back was dependent on the price quoted the Stock Exchanges. The highest price at which Shares were bought back was Rs.44.94 per share on BSE (25/09/2014) and Rs.45 per share on NSE (21/05/2014) while the lowest price at which the Shares were bought-back was Rs.35 per share on BSE (07/05/2014 & 08/05/2014) and Rs.34.68 per share on NSE(05/05/2014) (all prices are excluding the Transaction costs). Over all the Equity Shares were bought-back at an average price of Rs.37.48 per share (excluding the Transaction costs).
- 2.4 The Total Number of Equity Shares bought-back under the Buy-back Offer is less than one percent of the outstanding Equity Share Capital prior to Buy-back Offer. Therefore, the details of the members from whom Equity Shares exceeding one percent of total Equity Shares were bought back is not applicable.

#### 3. Capital Structure and Shareholding Pattern

- 3.1 The Capital Structure of the Company, pre Buy-back and post Buy-back, is as under:

Share Capital	Pre Buy - back (as on April 18, 2014)	Post Buy - back (as on November 3, 2014 )
Authorized	Rs.1,25,00,00,000 (1,23,00,00,000 Equity Shares of Re. 1 each and 40,00,000 Preference Shares of Rs. 5 each)	Rs.1,25,00,00,000 (1,23,00,00,000 Equity Shares of Re. 1 each and 40,00,000 Preference Shares of Rs. 5 each)
Issued	Rs. 76,90,55,830 (76,90,55,830 Equity Shares of Re.1 each)	Rs. 77,72,12,431 (77,72,12,431 Equity Shares of Re.1 each)
Subscribed and paid-up	Rs. 76,90,55,830 (76,90,55,830 Equity Shares of Re.1 each)	Rs. 77,72,12,431 (77,72,12,431 Equity Shares of Re.1 each)

- 3.2 The Shareholding Pattern of the Company, pre Buy-back and post Buy-back, is as under:

Shareholders Category	Shares / Voting Rights held prior to Buy-back (as on April 18, 2014)		Shares / Voting Rights held after Buy-back (as on November 3, 2014)	
	No. of Shares	%	No. of Shares	%
Promoters / Promoter Group/ Persons Acting in Concert / Persons in control	32,33,10,960	42.04	32,33,10,960	41.60
Institutions (FIs, FII, Mutual Funds, Banks, Qualified Foreign Investors)	17,26,50,153	22.45	18,87,68,146	24.29
Non-Institutions (resident and non- resident Individual, bodies corporate, foreign companies etc.)	27,30,94,717	35.51	26,51,33,325	34.11
<b>Total</b>	<b>76,90,55,830</b>	<b>100.00</b>	<b>77,72,12,431</b>	<b>100.00</b>

#### 4. Managers to the Buy-back



##### ICICI Securities Limited

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SEBI Registration No.: INM000011179  
Contact Person: Mr. Sumit Agarwal  
E-mail: edelweiss.buyback@icicisecurities.com  
Website: www.icicisecurities.com

#### 5. Directors' Responsibility

As per Regulation 19(1)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts the responsibility for the information contained in this Public Advertisement and for the obligations laid down in the Buy-back Regulations.

For and on behalf of the Board of Directors of Edelweiss Financial Services Limited

**Himanshu Kajji**  
Executive Director

**Rujan Panjwani**  
Executive Director

**B.Renganathan**  
Company Secretary

Date: November 4, 2014

Place: Mumbai