

PCSL/SEC/2016-17

October 6, 2016

The National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No.C/1, G Block  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400 051

The Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, New Trade Ring, Rotunda Building, PJ Towers,  
Dalal Street, Fort, Mumbai – 400 001

Dear Sirs,

**Sub:Shareholding Pattern under Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 for the quarter ended September 30, 2016**

We are enclosing herewith the Shareholding Pattern under Regulation 31(1)(b) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 for the quarter ended September 30, 2016.

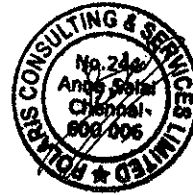
We request you to take the above on record and ensure compliance.

Thanking you,

Your sincerely,  
**For Polaris Consulting & Services Limited**  
*(formerly known as Polaris Financial Technology Limited)*

  
**Christina Pauline Beulah**  
Company Secretary & Compliance Officer

Encl: as above.



**Polaris Consulting & Services Limited**

Registered Office: Polaris House, 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-3987 4000, 3984 3400 | Fax: +91-44-2852 3280  
Corporate Headquarters: Foundation, 34 IT Highway, Chennai - 603 103, India | Ph: +91-44-2743 5001, 3987 3000 | Fax: +91-44-2743 5166

Sydney • Tokyo • Hong Kong • Singapore • Mumbai • Dubai • London • New York • Toronto

Format of Holding of Specified securities


1. Name of Listed Entity: POLARIS CONSULTING & SERVICES LIMITED
2. Scrip Code/Name of Scrip/Class of Security: 532254, POLARIS, EQUITY SHARES
3. Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg.31(1)(b)/Reg.31(1)(c)
  - a. if under 31(1)(b) then indicate the report for quarter ending 30/09/2016
  - b. if under 31(1)(c) then indicate date of allotment/extinguishment
4. Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information:

Particulars	YES*	NO*
a Whether the Listed Entity has issued any partly paid up shares		NO
b Whether the Listed Entity has issued any Convertible Securities or Warrants?		NO
c Whether the Listed Entity has any shares against which depository receipts are issued?		NO
d Whether the Listed Entity has any shares in locked-in?		NO
e Whether any shares held by promoters are pledge or otherwise encumbered?		NO

\*if the Listed Entity selects the option 'NO' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

- 5 The tabular format for disclosure of holding of specified securities is as follows:

for Polaris Consulting & Services Limited

  
 Christina Pauline Beulah  
 Company Secretary and Compliance Officer



Chennai  
 6-Oct-16

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Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	No. of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV)+(V)+(VI)	Shareholding as a % of total no of shares (As a % of (A+B+C2))	Number of Voting Rights held in each class of securities			Total as a % of (A+B+C)	No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form
								Class X	Class Y	Total (IX)						
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)				(X)	(XI)	(XII)	(XIII)	(XIV)	
(A)	Promoter & Promoter Group	1	79,853,069	0	0	79,853,069	78.61	79,853,069	0	79,853,069	78.61	0	0.00	0	0.00	79,853,069
(B)	Public	41,534	21,623,607	0	0	21,623,607	21.29	21,623,607	0	21,623,607	21.29	0	0.00	0	0.00	21,430,794
(C)	Non Promoter-Non Public	-	-	0	0	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying DRs	-	-	0	0	-	-	-	0	-	0.00	0	0.00	0	0	-
(C2)	Shares held by Employees Trusts	1	103,988	0	0	103,988	0.10	103,988	0	103,988	0.10	0	0.00	0	0	103,988
	<b>Total:</b>	<b>41,536</b>	<b>101,580,664</b>	<b>0</b>	<b>0</b>	<b>101,580,664</b>	<b>100.00</b>	<b>101,580,664</b>	<b>0</b>	<b>101,580,664</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>101,387,851</b>

for Polaris Consulting & Services Limited



Christina Pauline Beulah  
Company Secretary and Compliance Officer

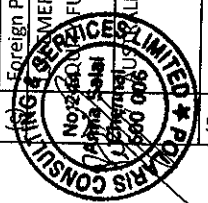
Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	No. of Shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of Shares Underlying Depository Receipts held	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total shares (calculated as per SCRR, 1957 (VIII) As a % of (A+B+C 2).	Number of Voting Rights held in each class of securities			Shareholding as a % assuming full conversion of convertible securities (including Warrants) As a % of (A+B+C2)	No. of Shares pledged or otherwise encumbered	Number of equity shares held in dematerialized form	
							Class X	Class Y	Total (IX)				
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)	(XIII)	(XIV)
(a) Indian Family		1	79,853,069	-	-	79,853,069	78.61	79,853,069	-	78.61	-	-	79,853,069
VIRTUSA CONSULTING SERVICES PRIVATE LIMITED		1	79,853,069	-	-	79,853,069	78.61	79,853,069	-	78.61	-	-	79,853,069
(b) Central Government/State Government(s)		-	-	-	-	-	-	-	-	-	-	-	-
(c) Financial Institutions/Banks		-	-	-	-	-	-	-	-	-	-	-	-
(d) Any Other		-	-	-	-	-	-	-	-	-	-	-	-
(2) Foreign		1	79,853,069	-	-	79,853,069	78.61	79,853,069	-	78.61	-	-	79,853,069
(a) Individuals (Non-Resident Individuals/Foreign Individuals)		-	-	-	-	-	-	-	-	-	-	-	-
(b) Government		-	-	-	-	-	-	-	-	-	-	-	-
(c) Institutions		-	-	-	-	-	-	-	-	-	-	-	-
(d) Foreign Portfolio Investor		-	-	-	-	-	-	-	-	-	-	-	-
(e) Any Other		-	-	-	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2)		-	-	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		1	79,853,069	-	-	79,853,069	78.61	79,853,069	-	78.61	-	-	79,853,069



for Polaris Consulting & Services Limited  
 Christine Pauline Beulah  
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Category	Category & Name of the Shareholder	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of Shares Underlying Depository Receipts	Total No. of Shares Held (IV+V+VI)	Shareholding as a % of total shares (A+B+C 2)	Number of Voting Rights held in each class of securities		No. of Shares Underlying Outstanding and being convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
									No of Voting Rights	Total as a % of (A+B+C)			No.	As a % of total Shares held		No.
(1)	(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	Class X	Class Y	Total (ix)	(x)	(xi)	(xii)	(xiii)	(xiv)
(a)	Mutual Funds UTI-UNIT SCHEME FOR CHARITABLE AND RELIGIOUS TRUSTS AND REGISTERED	AAATU1088L	19 17	1,432,165 1,232,640	0	0	1,432,165 1,232,640	1.41 1.21	0	1,432,165 1,232,640	1.41 1.21	0	0.00	0	0	1,432,165 1,232,640
(b)	Venture Capital Funds		-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c)	Alterate Investment Funds		-	-	-	-	-	-	-	-	-	-	-	-	-	-
(d)	Foreign Venture Capital Investors		-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Foreign Portfolio Investors EMERGING MARKETS FUND LP	AACFL5630P	78 1	8,532,820 2,141,000	-	-	8,532,820 2,141,000	8.40 2.11	-	8,532,820 2,141,000	8.40 2.11	-	-	-	-	8,532,670 2,141,000
(f)	Financial Institutions/Banks	AACTA7181L	1	1,155,676	-	-	1,155,676	1.14	-	1,155,676	1.14	-	-	-	-	1,155,676
			6	435,389	-	-	435,389	0.43	-	435,389	0.43	-	-	-	-	435,389





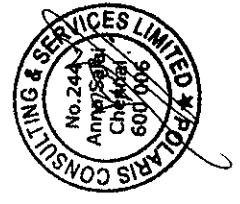
Category	Category & Name of the Shareholder	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of Shares Underlying Depository Receipts	Total No. of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C 2)	Number of Voting Rights held in each class of securities		No. of Shares Underlying Outstanding and	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	No. Locked in Shares	Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No. of Voting Rights	Total as a % of (A+B+C)				No. As a % of total Shares held	As a % of total Shares held	
(g)	Insurance Companies		-	-	-	-	-	-	-	-	-	-	-	-	-	-
(h)	Provident Funds/Pension Funds		-	-	-	-	-	-	-	-	-	-	-	-	-	-
(i)	Any Other		-	-	-	-	-	-	-	-	-	-	-	-	-	-
	OVERSEAS CORPORATE BODIES		2	300	-	300	0.00	0.00	300	-	0.00	-	-	-	-	250
(2)	Sub Total (B)(1) Central Government/State Government(s)/President of India		105	10,400,674	-	10,400,674	10.24	10.24	10,400,674	-	10.24	-	-	-	-	10,400,474
(3)	Sub Total (B)(2) Non-Institutions		-	-	-	-	-	-	-	-	-	-	-	-	-	-
(a)	i. Individual shareholders holding nominal share capital up to Rs.2 lakhs		40,012	8,464,380	-	8,464,380	8.33	8.33	8,464,380	-	8.33	-	-	-	-	8,298,667
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs		9	1,286,898	-	1,286,898	1.27	1.27	1,286,898	-	1.27	-	-	-	-	1,286,898
(d)	Trusts Registered with RBI		4	1,141	-	1,141	0.00	0.00	1,141	-	0.00	-	-	-	-	1,141
(e)	Employee Trusts		-	-	-	-	-	-	-	-	-	-	-	-	-	-





Category	Category & Name of the Shareholder	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of Shares Underlying Depository Receipts	Total No. of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C 2)	Number of Voting Rights held in each class of securities		No. of Shares Underlying Outstanding and in conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									No of Voting Rights	Total as a % of (A+B+C)			No.	As a % of total Shares held	
(d)	Overseas Depositories (Holding DRs)(Balancing figure)		-	-	-	-	-	-	-	-	-	-	-	-	-
(e)	Any Other														
	TRUSTS		5	36,783	-	-	36,783	0.04	-	-	-	-	-	-	-
	NON RESIDENT INDIANS		441	251,299	-	-	251,299	0.25	0.04	0.04	-	-	-	-	15,683
	CLEARING MEMBERS		101	59,930	-	-	59,930	0.06	0.25	0.25	-	-	-	-	245,049
	NON RESIDENT INDIAN NON REPATRIABLE		184	130,231	-	-	130,231	0.13	0.06	0.06	-	-	-	-	59,930
	BODIES CORPORATES		673	992,271	-	-	992,271	0.98	0.13	0.13	-	-	-	-	130,231
	Sub Total (B)(3)		41,429	11,222,933	-	-	11,222,933	11.05	0.98	0.98	-	-	-	-	991,721
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)		41,534	21,623,607	-	-	21,623,607	21.29	11.05	11.05	-	-	-	-	11,030,320
									21.29	21.29	-	-	-	-	21,430,794

for Polaris Consulting & Services Limited



*[Signature]*  
Christina Pauline Beulah  
Company Secretary and Compliance Officer

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public Shareholder

Category	Category & Name of the Shareholder	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of Partly paid-up equity shares held	No. of Shares Underlying Depository Receipts	Total No. of Shares Held (IV+V+VI)	Shareholding as a % of total shares (A+B+C 2)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form
									Class X	Class Y	Total			No.	As a % of total Shares held	No.	As a % of total Shares held	
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0	0.00	0	0	0	0	0	0
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)		1	103,988	-	-	103,988	0.10	103,988	-	-	0.10	-	-	-	-	-	103,988
	<b>Total Non-Promoter-Non Public Shareholding (C) = (C)(1)+(C)(2)</b>		<b>1</b>	<b>103,988</b>	<b>-</b>	<b>-</b>	<b>103,988</b>	<b>0.10</b>	<b>103,988</b>	<b>-</b>	<b>-</b>	<b>0.10</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>103,988</b>

for Polaris Consulting & Services Limited




*Christina Pauline Beulah*  
Company Secretary and Compliance Officer

Chennai  
6-Oct-16



Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of Shareholder	Name of PAC	No of shares	Holding%
Total:		0	0

for Polaris Consulting & Services Limited

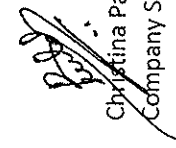
  
 Christina Pauline Beulah  
 Company Secretary and Compliance Officer



Chennai  
 6-Oct-16

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account	
No of Shareholders	No of shares
525	83100

for Polaris Consulting & Services Limited



Christina Pauline Beulah  
Company Secretary and Compliance Officer



Chennai  
6-Oct-16