

Date: 10th October, 2014

To
The Listing Department
National Stock Exchange Limited
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

The Listing Department
Bombay Stock Exchange Limited
Rotunda Building, 1st Floor
Mumbai Samachar Marg
Mumbai – 400 001

Dear Sir

Subject: Compliances under Listing Agreement of PTC India Financial Services Limited for quarter and half year ended on 30th September, 2014.

Please find enclosed the following documents in compliance with various clauses of the listing agreement for the quarter and year ended on 30th September, 2014:

1. Shareholding Pattern (Clause 35, Listing Agreement).
2. Corporate Governance Report (Clause 49, Listing Agreement).

If you require any further information/document, kindly inform us at:

Mr. Vishal Goyal

PTC India Financial Services Limited

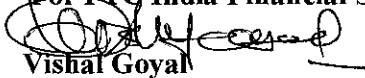
7th Floor, Telephone Exchange Building,

8 Bhikaji Cama Place, New Delhi - 110 066

Fax: 011- 26737373, Ph. No. : 011- 26737300

Thanking You,

For PTC India Financial Services Limited



Vishal Goyal
(Company Secretary)

Encl: As above.



PTC India Financial Services Ltd. (CIN: L65999DL2006PLC153373)

(A subsidiary of PTC India Limited)

Registered Office: 7th Floor, Telephone Exchange Building, 8 Bhikaji Cama Place, New Delhi - 110 066, India

Board: +91 11 26737300 / 26737400 Fax: 26737373 / 26737374, Website: www.ptcfinancial.com, E-mail:

info@ptcfinancial.com

(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35			
NAME OF THE COMPANY: PTC INDIA FINANCIAL SERVICES LTD			
SCRIP CODE:	533344	Name of the Scrip: PFS	
Class of Security:	EQUITY		
QUARTER ENDED:	30/09/2014		
Partly paid-up shares	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company.
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Outstanding convertible securities:	No. of outstanding securities	As a % of total no. of outstanding convertible securities.	As a % of total no. of shares of the Company assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Warrants:	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the Company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	0	0	0
Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities	562083335	0	100.00



CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a PERCENT AGE of (A+B)	As a PERCENTAGE of (A+B+C)	NUMBER OF SHARES	AS a PERCENTAGE
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(A)	PROMOTER AND PROMOTER GROUP							
(1)	INDIAN							
(a)	Individual /HUF	0	0	0	0.00	0.00	0	0.00
(b)	Central Government/State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	1	337250001	337250001	60.00	60.00	0	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Others	0	0	0	0.00	0.00	0	0.00
	Sub-Total A(1) :	1	337250001	337250001	60.00	60.00	0	0.00
(2)	FOREIGN							
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Others	0	0	0	0.00	0.00	0	0.00
	Sub-Total A(2) :	0	0	0	0.00	0.00	0	0.00
	Total A=A(1)+A(2)	1	337250001	337250001	60.00	60.00	0	0.00
(B)	PUBLIC SHAREHOLDING							
(1)	INSTITUTIONS							
(a)	Mutual Funds /UTI	4	151066	151066	0.03	0.03		
(b)	Financial Institutions /Banks	3	2445055	2445055	0.43	0.43		
(c)	Central Government / State Government(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	2	15257595	15257595	2.71	2.71		
(f)	Foreign Institutional Investors	36	44954738	44954738	8.00	8.00		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Others	0	0	0	0.00	0.00		
	Sub-Total B(1) :	45	62808454	62808454	11.17	11.17		



CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a PERCENT AGE of (A+B)	As a PERCENTAGE of (A+B+C)	NUMBER OF SHARES	AS a PERCENTAGE
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(2)	NON-INSTITUTIONS							
(a)	Bodies Corporate	1051	43278494	43278494	7.70	7.70		
(b)	Individuals							
	(i) Individuals holding nominal share capital upto Rs.1 lakh	101458	56506016	56458880	10.05	10.05		
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	1334	53542667	53542667	9.53	9.53		
(c)	Others							
	NON RESIDENT INDIANS	876	6721263	6721263	1.20	1.20		
	CLEARING MEMBERS	303	1945686	1945686	0.35	0.35		
	TRUSTS	6	30754	30754	0.01	0.01		
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00		
	Sub-Total B(2) :	105028	162024880	161977744	28.83	28.83		
	Total B=B(1)+B(2) :	105073	224833334	224786198	40.00	40.00		
	Total (A+B) :	105074	562083335	562036199	100.00	100.00		
(C)	Shares held by custodians, against which Depository Receipts have been issued							
(1)	Promoter and Promoter Group							
(2)	Public	0	0	0	0.00	0.00		
	GRAND TOTAL (A+B+C) :	105074	562083335	562036199	100.00	0.00	0	0.00



(I)(b) 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 percentage	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	PTC INDIA LIMITED	337250001	60.00	0	0.00	0.00	0	0.00	0	0.00	60.00
TOTAL :		337250001	60.00	0	0.00	0.00	0	0.00	0	0.00	60.00



(I)(c)(i) 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	MACQUARIE BANK LIMITED	29050000	5.17	0	0.00	0	0.00	5.17
2	LIFE INSURANCE CORPORATION OF INDIA	13882595	2.47	0	0.00	0	0.00	2.47
3	BAJAJ ALLIANZ LIFE INSURANCE COMPANY LTD.	11046882	1.97	0	0.00	0	0.00	1.97
TOTAL :		53979477	9.60	0	0.00	0	0.00	9.60



(I)(c)(ii) 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., 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	MACQUARIE BANK LIMITED	29050000	5.17	0	0.00	0	0.00	5.17
	TOTAL :	29050000	5.17	0	0.00	0	0.00	5.17



(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
TOTAL :		0	0	



(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 :	0	0	0



(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,SD Rs,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 :		0	0

