

**(I) (a) Statement showing Shareholding Pattern:**

|  |                                       |
|--|---------------------------------------|
| <b>Name of the Company:</b>              | <b>KIFS FINANCIAL SERVICES LTD.</b>   |
| <b>ISIN:</b>                             | <b>INE902D01013</b>                   |
| <b>Post - shareholding Pattern as on</b> | <b>28<sup>th</sup> December, 2012</b> |

| Category Code<br><b>(I)</b> | Category of Shareholder<br><b>(II)</b>                                      | Total No. of Shareholders<br><b>(III)</b> | Total No. of Shares<br><b>(IV)</b> | No. of shares held in dematerialized form<br><b>(V)</b> | Total shareholding as a percentage of total number of shares |                                     | Shares pledged or otherwise encumbered |                         |
|-----------------------------|---|---|------------------------------------|---|--|-------------------------------------|--|-------------------------|
|                             |   |   |                                    |   | As a (%) of (A+B)<br><b>(VI)</b>                             | As a (%) of (A+B+C)<br><b>(VII)</b> | No. of Shares<br><b>(VIII)</b>         | As a (%)<br><b>(IX)</b> |
| <b>(A)</b>                  | <b>Shareholding of Promote and Promoter Group</b>                           |   |                                    |   |  |                                     |  |                         |
| <b>(1)</b>                  | <b>Indian</b>   |   |                                    |   |  |                                     |  |                         |
| (a)                         | Individuals/ Hindu Undivided Family   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (b)                         | Central Govt. / State Government(s)   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (c)                         | Bodies Corporate  | 1   | 8050000                            | 8050000   | 74.41  | 74.41                               | NIL                                    | NIL                     |
| (d)                         | FIs / Banks   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (e)                         | Any Other (Specify)   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
|                             | <b>Sub Total (A) (1)</b>  | <b>1</b>                                  | <b>8050000</b>                     | <b>8050000</b>  | <b>74.41</b>   | <b>74.41</b>                        | NIL                                    | NIL                     |
| <b>(2)</b>                  | <b>Foreign</b>  |   |                                    |   |  |                                     |  |                         |
| (a)                         | Individuals (NRIs/ Foreign national/ Individuals)                           | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (b)                         | Bodies Corporate  | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (c)                         | Institutions  | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (d)                         | Any Other (Specify)   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
|                             | <b>Sub Total (A) (2)</b>  | <b>-</b>                                  | <b>-</b>                           | <b>-</b>  | <b>-</b>   | <b>-</b>                            | NIL                                    | NIL                     |
|                             | <b>Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)</b> | <b>1</b>                                  | <b>8050000</b>                     | <b>8050000</b>  | <b>74.41</b>   | <b>74.41</b>                        | NIL                                    | NIL                     |
| <b>(B)</b>                  | <b>Public Shareholding</b>  |   |                                    |   |  |                                     |  |                         |
| <b>(1)</b>                  | <b>Institutions</b>   |   |                                    |   |  |                                     |  |                         |
| (a)                         | Mutual Funds/ UTI   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (b)                         | FIs/ Banks  | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (c)                         | Central Govt./ State Govt.(s)   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (d)                         | Venture Capital Funds   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |
| (e)                         | Insurance Companies   | -   | -                                  | -   | -  | -                                   | NIL                                    | NIL                     |

|            |   |             |                 |                 |               |               |     |     |
|------------|---|-------------|-----------------|-----------------|---------------|---------------|-----|-----|
| (f)        | FII's   | -           | -               | -               | -             | -             | NIL | NIL |
| (g)        | Foreign Venture Capital Investors   | -           | -               | -               | -             | -             | NIL | NIL |
| (h)        | Any Other (Specify)   | -           | -               | -               | -             | -             | NIL | NIL |
|            | <b>Sub Total (B)(1)</b>   | -           | -               | -               | -             | -             | NIL | NIL |
| <b>(2)</b> | <b>Non-Institutions</b>   |             |                 |                 |               |               |     |     |
| (a)        | Bodies Corporate  | 1           | 3420            | -               | 0.03          | 0.03          | NIL | NIL |
| (b)        | Individuals-<br>i. Individual Shareholders holding nominal share capital up to Rs.1 Lakh. | 1750        | 433980          | 42660           | 4.01          | 4.01          | NIL | NIL |
|            | ii. Individual Shareholders holding nominal share capital in excess of Rs.1 Lakh.         | 19          | 2330600         | 2316740         | 21.55         | 21.55         | NIL | NIL |
| (c)        | Any Other (Specify)<br>NRI  | -           | -               | -               | -             | -             | NIL | NIL |
|            | Clearing Member   | -           | -               | -               | -             | -             | NIL | NIL |
|            | <b>Sub Total (B)(2)</b>   | <b>1770</b> | <b>2768000</b>  | <b>2359400</b>  | <b>25.59</b>  | <b>25.59</b>  | NIL | NIL |
|            | <b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>                                      | <b>1770</b> | <b>2768000</b>  | <b>2359400</b>  | <b>25.59</b>  | <b>25.59</b>  | NIL | NIL |
|            | <b>TOTAL (A)+(B)</b>  | <b>1771</b> | <b>10818000</b> | <b>10409400</b> | <b>100.00</b> | <b>100.00</b> | NIL | NIL |
| (c)        | Shares held by Custodians and against which Depository Receipts have been issued          | -           | -               | -               | -             | -             | NIL | NIL |
|            | <b>GRAND TOTAL (A)+(B)+(C)</b>  | <b>1771</b> | <b>10818000</b> | <b>10409400</b> | <b>100.00</b> | <b>100.00</b> | NIL | NIL |

**FOR KIFS FINANCIALSERVICES LTD.**

**DIRECTOR**





|              |                               |                     | at para<br>(I) |   |   |   |   | capital        |
|--------------|-------------------------------|---------------------|----------------|---|---|---|---|----------------|
| 1.           | Kamini<br>R. Patel            | 27612<br>0          | 2.55           | - | - | - | - | 276120         |
| 2.           | Kalpesh<br>Gajjar             | 26622<br>0          | 2.46           | - | - | - | - | 266220         |
| 3.           | Tejas R.<br>Shah              | 26118<br>0          | 2.41           | - | - | - | - | 261180         |
| 4.           | Janmaja<br>y V.<br>Gandhi     | 11900<br>0          | 1.10           | - | - | - | - | 119000         |
| 5.           | Anjana<br>R. Vora             | 21500<br>0          | 1.99           | - | - | - | - | 215000         |
| 6.           | Bharat<br>S. Bhatt            | 21500<br>0          | 1.99           | - | - | - | - | 215000         |
| 7.           | Sanjay<br>C.<br>Agarwal       | 21500<br>0          | 1.99           | - | - | - | - | 215000         |
| 8.           | Kishorbh<br>ai P.<br>Mandalia | 11500<br>0          | 1.06           | - | - | - | - | 115000         |
| 9.           | Suresh<br>D.<br>Majithia      | 11500<br>0          | 1.06           | - | - | - | - | 115000         |
| <b>TOTAL</b> |                               | <b>17975<br/>20</b> | <b>16.61</b>   | - | - | - | - | <b>1797520</b> |

FOR KIFS FINANCIALSERVICES LTD.

DIRECTOR

(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 of the Shareholder | No. of shares held | Shares as (%) of total no. 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 (incl. underlying shares assuming full conversion of warrants & convertible securities) as % of diluted share capital |
|---------|-------------------------|--------------------|---|----------------------|--|------------------------------------|--|--|
|         |                         |                    |   | No. of warrants held | As a % total no. of warrants of the same class | No. of convertible securities held | % w.r.t. total no. of convertible securities of the same class |  |
| 1.      | Nil                     | Nil                | Nil   | -                    | -  | -                                  | -  | -  |

**\* (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} |
|---------|-------------------------|----------------------------|---|
| 1.      | KIFS Securities Limited | **8050000                  | 74.41   |
| 2.      | Harsha Jhaveri          | 75,000                     | 0.69  |
| 3.      | Vicky Jhaveri           | 70,000                     | 0.65  |
| 4.      | Sagar Jhaveri           | 70,000                     | 0.65  |
| 5.      | Janmajay V. Gandhi      | 1,19,000                   | 1.10  |

|              |                        |                |              |
|--------------|------------------------|----------------|--------------|
| 6.           | Anjana R. Vora         | 2,15,000       | 1.99         |
| 7.           | Bharat S. Bhatt        | 2,15,000       | 1.99         |
| 8.           | Sanjay C. Agarwal      | 2,15,000       | 1.99         |
| 9.           | Kishorbhai P. Mandalia | 1,15,000       | 1.06         |
| 10.          | Vipul Z. Mandalia      | 1,00,000       | 0.92         |
| 11.          | Suresh D. Majithia     | 1,15,000       | 1.06         |
| 12.          | Hasmukh D. Majithia    | 1,00,000       | 0.92         |
| <b>TOTAL</b> |                        | <b>9459000</b> | <b>87.43</b> |

\* The shares are issued by way of Preferential issue/ Private placement and are subject to lock-in as per the SEBI (ICDR) Regulations, 2009. However, the Corporate Action for lock-in of these shares is pending at NSDL and CDSL.

\*\* Out of 80,50,000 Equity Shares of KIFS Securities Limited, 40,50,000 Equity Shares are locked in for six months being the Pre-preferential holding and remaining 40,00,000 Equity Shares being the Preferential allotment are subject to lock –in as per SEBI (ICDR) Regulations, 2009

**FOR KIFS FINANCIAL SERVICES LTD.**

**DIRECTOR**

**(II) (a) Statement showing details of Depository Receipts (DRs)**

| <b>Sr. No.</b> | <b>Type of outstanding DR (ADRs, GDRs, SDRs, etc.)</b> | <b>Number of outstanding DRs</b> | <b>Number of shares underlying outstanding DRs</b> | <b>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}</b> |
|----------------|--|----------------------------------|--|--|
| N.A.           | N.A.   | N.A.                             | N.A.   | N.A.   |

**(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 of shares**

| <b>Sr. No.</b> | <b>Name of the DR Holder Type of outstanding DR (ADRs, GDRs, SDRs, etc.)</b> | <b>No. of shares underlying outstanding DRs</b> | <b>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}</b> |
|----------------|--|---|--|
| N.A.           | N.A.   | N.A.  | N.A.   |

**FOR KIFS FINANCIALSERVICES LTD.**

**DIRECTOR**

**(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities issued by the issuer.- NOT APPLICABLE**

**(Give description of voting rights for each class of security: Class X: Class Y: Class Z)**

| <b>Category</b> | <b>Category of shareholder</b> | <b>Number of Voting Rights held in each class of securities</b> | <b>Total Voting</b> | <b>Total Voting rights i.e. (VI)</b> |
|-----------------|--------------------------------|---|---------------------|--------------------------------------|
|-----------------|--------------------------------|---|---------------------|--------------------------------------|





|            |   |      |      |      |      |      |      |
|------------|---|------|------|------|------|------|------|
|            | <b>Sub-Total (B) (1)</b>  | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| <b>(2)</b> | <b>Non-institutions</b>   | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| (a)        | Bodies Corporate  | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| (b)        | Individuals -<br>i. Individual shareholders holding nominal share capital up to Rs. 1 lakh.<br><br>ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh. | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| (c)        | Any Other (specify)   | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
|            | <b>Sub-Total (B)(2)</b>   | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
|            | <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>   | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
|            | TOTAL (A) + (B)   | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| <b>(C)</b> | <b>Shares held by Custodians and against which Depository Receipts have been issued</b>   | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
|            | <b>GRAND TOTAL (A)+(B)+(C)</b>  | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |

**FOR KIFS FINANCIAL SERVICES LTD.**

**DIRECTOR**