

October 23, 2019

**The Manager, Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai 400 001.  
BSE Scrip Code: 532636**

**The Manager,  
Listing Department,  
The National Stock Exchange of India Ltd.,  
Exchange Plaza, 5 Floor, Plot C/1, G Block,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai 400 051.  
NSE Symbol: IIFL**

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting held on October 23, 2019.**

Pursuant to SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclose the following:

- 1) Copy of the unaudited Consolidated and Standalone financial results of the Company for the quarter and half year ended September 30, 2019. The said results were approved by the Board of Directors of the Company at their meeting held today; and
- 2) Copy of the Limited Review Report for the financial results for the quarter and half year ended September 30, 2019 issued by the Statutory Auditors of the Company.

The results have been uploaded on the Stock Exchange websites <http://www.nseindia.com> and <http://www.bseindia.com> and on the website of the Company <http://www.iifl.com>.

The Meeting of Board of Directors commenced at 7:30 p.m. and concluded at 11:30 p.m.

Kindly take above on record and oblige.

Thanking You,  
Yours faithfully,

For IIFL Finance Limited  
(Formerly known as IIFL Holdings Limited)



**Gajendra Thakur**  
**Company Secretary & Compliance Officer**

Email Id: [csteam@iifl.com](mailto:csteam@iifl.com)

Encl: as above



## **INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS**

### **TO THE BOARD OF DIRECTORS OF IIFL FINANCE LIMITED (FORMERLY KNOWN AS "IIFL HOLDINGS LIMITED")**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **IIFL FINANCE LIMITED (FORMERLY KNOWN AS "IIFL HOLDINGS LIMITED")** ("the Parent/Company") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter and six months ended 30 September 2019 ("the Statement") being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following subsidiaries: India Infoline Finance Limited, IIFL Home Finance Limited (Formerly, India Infoline Housing Finance Limited), Samasta Microfinance Limited and Clara Developers Private Limited.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 7 below, nothing has come to our



attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We draw attention Note No. 10 to the Consolidated Unaudited Financial Results which describes the reasons for implementation of the Composite Scheme of Arrangement amongst the IIFL Finance Limited, India Infoline Media and Research Services Limited, IIFL Securities Limited, IIFL Wealth Management Limited, India Infoline Finance Limited, IIFL Distribution Services Limited, and their respective shareholders, under Sections 230 - 232 and other applicable provisions of the Companies Act, 2013 (the "Scheme"), in Parts, based on the legal opinion obtained by the Company. The Scheme has been approved by the National Company Law Tribunal vide its order dated March 07, 2019 and filed with the Registrar of Companies on April 11, 2019.

Our conclusion on the Statement is not modified in respect of this matter.

7. We did not review the interim financial statements of two subsidiaries included in the consolidated unaudited financial results, whose interim financial statements reflect total assets of Rs. 191,803.02 lakhs as at 30 September 2019, total revenues of Rs. 13,859.61 lakhs and Rs. 26,896.55 lakhs for the quarter and six months ended 30 September 2019 respectively, total net profit after tax of Rs. 3,477.77 lakhs and Rs. 6,053.76 lakhs for the quarter and six months ended 30 September 2019 respectively, total comprehensive income of Rs. 3,466.85 lakhs and Rs. 6,033.01 lakhs for the quarter and six months ended 30 September 2019 respectively and net cash flows of Rs. 5,650.42 lakhs for the six months ended 30 September 2019, as considered in the Statement. These interim financial statements have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the report of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of this matter.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)



Pallavi A. Gorakshakar  
(Partner)

Membership No. 105035)

**UDIN: 19105035AAAAFW9164**

Place: MUMBAI

Date: 23 October 2019

IIFL Finance Limited (Formerly known as IIFL Holdings Limited)  
CIN : L74999MH1995PLC093797  
Regd. Office :- IIFL House, Sun Infotech Park, Road No. 16, Plot No. B-23, MIDC, Thane Industrial Estate, Wagle Estate, Thane - 400604  
Statement of Consolidated Unaudited Financial Results for the Quarter and Half Year ended September 30, 2019

Particulars	Quarter ended			Half Year ended		Year ended
	September 30, 2019	June 30, 2019	September 30, 2018	September 30, 2019	September 30, 2018	March 31, 2019
	(Unaudited) (see note 11)	(Unaudited)	(Unaudited) (see note 10 & 11)	(Unaudited)	(Unaudited) (see note 10)	Audited (see note 10)
<b>1. Income</b>						
Revenue from operations						
(i) Interest Income	108,383.78	115,698.65	116,572.65	224,082.43	226,019.00	473,810.97
(ii) Dividend Income	37.50	-	20.00	37.50	20.00	7,993.14
(iii) Fees and commission Income	3,674.22	3,391.65	3,461.11	7,065.87	7,015.85	14,834.49
(iv) Net gain on fair value changes	-	-	(400.96)	-	-	613.90
(v) Net gain on derecognition of financial instruments under amortised cost category	-	-	(2,146.77)	-	-	-
<b>(i) Total Revenue from operations</b>	<b>112,095.50</b>	<b>119,090.30</b>	<b>117,506.03</b>	<b>231,185.80</b>	<b>233,054.85</b>	<b>497,252.50</b>
(ii) Other Income	1,326.85	1,856.17	2,891.60	3,183.02	5,081.86	11,303.74
<b>(iii) Total Income (i+ii)</b>	<b>113,422.35</b>	<b>120,946.47</b>	<b>120,397.63</b>	<b>234,368.82</b>	<b>238,136.71</b>	<b>508,556.24</b>
<b>2. Expenses</b>						
(i) Finance Cost	58,143.77	61,356.50	66,044.70	119,700.27	127,593.70	258,572.60
(ii) Net loss on fair value changes	(346.22)	1,563.27	2,692.83	1,217.05	2,692.83	-
(iii) Net loss on derecognition of financial instruments under amortised cost category	15,454.29	10,563.67	848.60	26,017.96	848.60	28,244.33
(iv) Impairment on financial instruments	(12,854.85)	(10,433.45)	(643.95)	(23,288.30)	722.87	1,858.51
(v) Employee Benefits Expenses	18,650.06	18,812.89	16,456.68	37,462.95	31,433.54	68,312.39
(vi) Depreciation, amortization and impairment	2,790.74	2,473.92	696.63	5,264.66	1,269.66	3,212.55
(vii) Others expenses	9,768.65	10,815.44	10,880.56	20,584.09	20,210.74	45,852.40
<b>(iv) Total Expenses</b>	<b>91,606.44</b>	<b>95,352.24</b>	<b>96,976.05</b>	<b>186,958.68</b>	<b>184,771.94</b>	<b>406,052.78</b>
<b>(v) Profit before Exceptional Items and tax (III-IV)</b>	<b>21,815.91</b>	<b>25,594.23</b>	<b>23,421.58</b>	<b>47,410.14</b>	<b>53,364.77</b>	<b>102,503.46</b>
(vi) Exceptional Items (see notes 7 a & 7 b)	-	-	-	-	-	10,461.22
<b>(vii) Profit before tax (V-VI)</b>	<b>21,815.91</b>	<b>25,594.23</b>	<b>23,421.58</b>	<b>47,410.14</b>	<b>53,364.77</b>	<b>112,964.68</b>
<b>(viii) Tax Expense:</b>						
(1) Current Tax	1,251.82	4,211.88	8,401.57	5,463.70	17,742.51	32,197.82
(2) Deferred Tax	1,989.22	3,908.47	(1,093.27)	5,897.69	85.58	304.57
(3) Current Tax expenses relating to prior years	-	45.76	(71.12)	45.76	(72.59)	29.69
<b>Total Tax Expense</b>	<b>3,241.04</b>	<b>8,166.11</b>	<b>7,297.18</b>	<b>11,407.15</b>	<b>17,755.50</b>	<b>32,532.08</b>
<b>(ix) Profit for the period/year (VII-VIII)</b>	<b>18,574.87</b>	<b>17,428.12</b>	<b>16,184.40</b>	<b>36,002.99</b>	<b>35,609.27</b>	<b>80,432.60</b>
(x) Impact of change in the rate of opening deferred tax (Refer Note 5)	9,928.34	-	-	9,928.34	-	-
<b>(xi) Profit for the period/year (IX-X)</b>	<b>8,646.53</b>	<b>17,428.12</b>	<b>16,184.40</b>	<b>26,074.65</b>	<b>35,609.27</b>	<b>80,432.60</b>
<b>Profit for the period/year attributable to :</b>						
Owners of the company	7,229.06	14,674.09	13,641.60	21,903.15	30,044.78	69,069.20
Non - Controlling Interest	1,417.47	2,754.03	2,542.80	4,171.50	5,564.49	11,363.40
<b>(xii) Other Comprehensive Income</b>						
(A) (i) Items that will not be reclassified to profit or loss						
(a) Remeasurement of defined benefit liabilities/assets	(93.95)	(71.07)	12.13	(165.02)	164.28	(43.68)
(ii) Income tax relating to items that will not be reclassified to profit or loss	17.97	23.56	(2.23)	41.53	(50.21)	12.65
Subtotal (A)	(75.98)	(47.51)	9.90	(123.49)	114.07	(31.03)
(B) (i) Items that will be reclassified to profit or loss						
(a) Cash flow hedge (net)	(1,647.20)	895.94	(260.33)	(751.26)	(260.33)	(2,452.39)
(ii) Income tax relating to items that will be reclassified to profit or loss	453.47	(264.39)	90.97	189.08	90.97	1,472.26
Subtotal (B)	(1,193.73)	631.55	(169.36)	(562.18)	(169.36)	(980.13)
<b>Other Comprehensive Income (A + B)</b>	<b>(1,269.71)</b>	<b>584.04</b>	<b>(159.46)</b>	<b>(685.67)</b>	<b>(55.29)</b>	<b>(1,011.16)</b>
<b>(xiii) Total Comprehensive Income for the period/year (XI+XII)</b>	<b>7,376.82</b>	<b>18,012.16</b>	<b>16,024.94</b>	<b>25,388.98</b>	<b>35,553.98</b>	<b>79,421.44</b>
<b>Total Comprehensive Income attributable to :</b>						
Owners of the Company	6,156.01	15,167.04	13,506.70	21,323.05	30,000.96	68,217.25
Non - Controlling Interest	1,220.81	2,845.12	2,518.24	4,065.93	5,553.02	11,204.19
(xiv) Paid up Equity Share Capital (Face Value of Rs. 2 each) (See note 9)	6,384.69	6,384.69	6,381.29	6,384.69	6,381.29	6,384.06
(xv) Reserves (excluding Revaluation Reserve)						363,103.37
<b>(xvi) Earnings per equity share</b>						
Basic (In Rs.) *	2.26	4.60	4.28	6.86	9.42	21.65
Diluted (In Rs.) *	2.26	4.59	4.27	6.85	9.40	21.60

\* Quarter ended nos. not annualised.

In terms of report attached

For IIFL Finance Limited (Formerly known as IIFL Holdings Limited)

*R. Venkataraman*

R Venkataraman  
Managing Director  
(DIN: 00011919)



Date : October 23, 2019  
Place : Mumbai

IIFL Holdings Limited  
CIN : L74999MH1995PLC093797  
Regd. Office :- IIFL House, Sun Infotech Park, Road No. 16, Plot No. B-23, MIDC,  
Thane Industrial Estate, Wagle Estate, Thane - 400604

1. Statement of Consolidated Assets and Liabilities as at September 30, 2019

Particulars	Rs. Lakhs	
	As at 30 September 2019 (Unaudited)	As at 31 March 2019 (Audited)
<b>ASSETS</b>		
<b>(1) Financial Assets</b>		
(a) Cash and cash equivalents	141,973.62	127,742.81
(b) Bank Balance other than (a) above	118,145.92	124,420.66
(c) Derivative financial instruments	1,495.78	554.23
(d) Receivables		
(I) Trade Receivables	2,485.07	3,640.01
(II) Other Receivables	61,640.78	201,777.78
(e) Loans	2,529,346.43	2,736,346.22
(f) Investments	17,461.27	21,239.33
(g) Other Financial assets	28,680.36	20,493.71
	<b>2,901,229.23</b>	<b>3,236,214.75</b>
<b>(2) Non-financial Assets</b>		
(a) Current tax assets	20,184.43	13,049.04
(b) Deferred tax Assets	17,893.29	33,688.97
(c) Investment Property	26,148.01	26,348.51
(d) Property, Plant and Equipment	11,389.81	10,278.01
(e) Capital work-in-progress	719.81	677.68
(f) Right to use assets (Refer Note 6)	26,689.31	-
(g) Goodwill		
(h) Other Intangible assets	177.54	234.99
(i) Other non-financial assets	5,056.69	2,930.42
	<b>108,258.89</b>	<b>87,207.62</b>
<b>Total Assets</b>	<b>3,009,488.12</b>	<b>3,323,422.37</b>
<b>LIABILITIES AND EQUITY</b>		
<b>LIABILITIES</b>		
<b>(1) Financial Liabilities</b>		
(a) Derivative financial instruments	3,679.43	4,833.30
(b) Payables		
(I) Trade Payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	10,041.65	11,050.98
(II) Other Payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(c) Financial Lease Obligation (Refer Note 6)	27,407.26	
(d) Debt Securities	562,063.32	1,058,614.90
(e) Borrowings (Other than Debt Securities)	1,566,113.16	1,438,132.52
(f) Deposits		
(g) Subordinated Liabilities	157,745.43	154,957.92
(h) Other financial liabilities	202,312.64	196,504.83
	<b>2,529,362.89</b>	<b>2,864,094.45</b>
<b>(2) Non-Financial Liabilities</b>		
(a) Current tax liabilities	1,878.55	5,463.91
(b) Provisions	5,281.37	6,392.73
(c) Deferred tax liabilities		
(d) Other non-financial liabilities	10,428.39	10,720.05
	<b>17,588.31</b>	<b>22,576.69</b>
<b>(3) EQUITY</b>		
(a) Equity Share capital	6,384.69	6,384.06
(b) Other Equity	384,892.48	363,103.37
	<b>391,277.17</b>	<b>369,487.43</b>
(c) Non Controlling Interest	71,259.75	67,263.80
	<b>462,536.92</b>	<b>436,751.23</b>
<b>Total Liabilities and Equity</b>	<b>3,009,488.12</b>	<b>3,323,422.37</b>



IIFL Holdings Limited  
CIN : L74999MH1995PLC093797  
Regd. Office :- IIFL House, Sun Infotech Park, Road No. 16, Plot No. B-23, MIDC,  
Thane Industrial Estate, Wagle Estate, Thane - 400604

2. Consolidated Statement of Cash flow for the Half year ended September 30, 2019.

Particulars	Rs. Lakhs	
	As at 30 September 2019 (Unaudited)	As at 30 September 2018 (Unaudited)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	47,410.14	53,364.77
Operating profit before working capital changes	24,155.86	59,294.97
<b>Net cash generated from operating activities (A)</b>	<b>876,699.70</b>	<b>(453,504.16)</b>
<b>Net cash generated from investing activities (B)</b>	<b>2,910.87</b>	<b>(13,291.19)</b>
<b>Net cash used in financing activities (C)</b>	<b>(865,380.21)</b>	<b>512,178.27</b>
<b>Net (decrease)/ increase in cash and cash equivalents ( A + B + C )</b>	<b>14,230.35</b>	<b>45,382.92</b>
Add : Opening cash and cash equivalents as at the beginning of the year	127,719.73	43,086.12
<b>Cash and cash equivalents as at the end of the period</b>	<b>141,950.09</b>	<b>88,469.05</b>

In terms of report attached



**IIFL FINANCE LIMITED**  
**(FORMERLY KNOWN AS IIFL HOLDINGS LIMITED)**  
**CIN: L67100MH1995PLC093797**

**Regd. Office:- IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Estate, Wagle Estate, Thane – 400604**

3. The above consolidated unaudited financial results for the quarter and half year ended September 30, 2019, have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at their meeting held on October 23, 2019. The Statutory Auditors of the Company have carried out the Limited Review of the aforesaid results and have issued an unmodified report.
4. These consolidated unaudited financial results have been prepared in accordance with the recognition and measurement principals laid down in Indian Accounting Standards 34 – Interim Financial Reporting (“Ind AS 34”) prescribed under Section 133 of the Companies Act, 2013 read with relevant Rules issued thereunder and other accounting principal generally accepted in India.
5. The recently promulgated Taxation Laws (Amendment) Ordinance 2019, has inserted section 115BAA in the Income Tax Act, 1961, providing existing domestic companies with an option to pay tax at concessional rate of 22% plus applicable surcharge and cess. The reduced tax rates come with the consequential surrender of specified deductions/ incentives. The options needs to be exercised within the prescribed time for filing the return of income under section 139 (1) of the Income Tax Act, 1961, for assessment year (AY) 2020-21 or subsequent AYs. Once exercised, such an option cannot be withdrawn for the same or subsequent AYs.

These financial results are prepared on the basis that the group would avail the option to pay income tax at the lower rate. Consequently, wherever applicable, the opening deferred tax asset (net) has been measured at the lower rate, with a one-time corresponding charge of ₹ 9928.34 Lakhs to the Statement of Profit and Loss.

6. The Group has adopted Ind AS 116 with effect from April 01, 2019 and applied the standard to its leases retrospectively in accordance with the requirements of the standard, the lease liability at the present value of remaining lease payments at the date of initial application i.e. April 01, 2019 amounting to ₹ 21,200.11 lakhs has been recognized and “Right to use assets” has been recognized at an amount equal to the “Lease liability” as at that date. In the Statement of Profit and Loss for the current period, the nature of expenses in respect of leases has changed from lease rent in previous periods to depreciation cost for “Right to use lease assets” and interest accrued on “Lease liability”. The group has not restated the comparative information in this respect.
7. a. During the year ended March 31, 2019, India Infoline Finance Limited (“the subsidiary”) executed definitive agreement for the sale of its “Vehicle Financing Business” as a going concern on slum sale basis to Indostar Capital Finance Limited. The profit on sale aggregating to ₹ 11,533.04 Lacs has been disclosed as an exceptional item.  
b. During the year ended March 31, 2019, goodwill aggregating to Rs 1,071.82 Lacs has been impaired and disclosed as an exceptional item.



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8. The group's main business is Financing and Investing activities. All other activities revolve around the main business. Further all activities are carried out within India. As such there are no separate reportable segments as per the Indian Accounting Standard (IND AS) 108 on Operating Segment.
9. During the quarter ended September 30, 2019 the Company has not allotted any equity shares (previous quarter 31,370 equity shares on exercise of stock options) under the Employee Stock Option Scheme.
10. The Board of Directors of the Company at its meeting held on January 31, 2018, had approved the Composite Scheme of Arrangement amongst India Infoline Finance Limited ("India Infoline Finance"), IIFL Finance Limited ("the Company"), India Infoline Media and Research Services Limited ("IIFL M&R"), IIFL Securities Limited ("IIFL Securities"), IIFL Wealth Management Limited ("IIFL Wealth") and IIFL Distribution Services Limited ("IIFL Distribution"), and their respective shareholders, under Sections 230 - 232 and other applicable provisions of the Companies Act, 2013 ("Scheme") which inter-alia, envisages the following:
  - i. amalgamation of IIFL M&R with the Company;
  - ii. demerger of the Securities Business Undertaking (as defined in the Scheme) of Company into IIFL Securities;
  - iii. demerger of the Wealth Business Undertaking (as defined in the Scheme) of Company into IIFL Wealth;
  - iv. transfer of the Broking and Depository Participant Business Undertaking (as defined in the Scheme) of IIFL Wealth to its wholly owned subsidiary i.e., IIFL Distribution, on a going-concern basis; and
  - v. amalgamation of India Infoline Finance with the Company.

The Appointed Date for the amalgamation of IIFL M&R with the Company is opening hours of April 01, 2017 and for all the other steps, the Appointed Date is opening hours of April 01, 2018.

The shareholders of the respective Company approved the Scheme on December 12, 2018

The National Company Law Tribunal Bench at Mumbai (Tribunal) approved the Scheme on March 07, 2019 under the applicable provisions of the Companies Act, 2013.

Certified copy of the said order of the Tribunal was received by the Company on March 15, 2019 and filed with the Registrar of Companies on April 11, 2019.

Clause 56.2.4 of the Scheme states that Part V of the Scheme dealing with the merger of India Infoline Finance with the Company shall be made effective upon receipt of Non-Banking Finance Company (NBFC) registration by the Company from the Reserve Bank of India(RBI). Pending the receipt of NBFC registration from RBI and based on the legal opinion obtained by the Company, the Board of Directors at its meeting held on May 13, 2019 decided to give effect to the Scheme in the following manner:





**IIFL FINANCE LIMITED**  
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- a) Merger of IIFL M&R with the Company with effect from the Appointed Date i.e. April 01, 2017;
- b) Demerger of Securities Business Undertaking and the Wealth Business Undertaking from the Company with effect from the Appointed Date i.e. April 01, 2018; and
- c) Transfer of the Broking and Depository Participant Business Undertaking from IIFL Wealth to its wholly owned subsidiary, IIFL Distribution with effect from the Appointed Date April 01, 2018.
- d) Merger of India Infoline Finance with the Company to be given effect after receipt of necessary registration from the RBI.

Consequently, the figures of the quarter and half year ended September 30, 2018 have been restated to give effect to the aforementioned scheme.

May 31, 2019 was fixed as the Record date for determining the eligibility of the shareholders of the Company for allotting shares of IIFL Securities and IIFL Wealth in the ratio of 1 (One) fully paid up new equity share of INR 2 each of IIFL Securities for every 1 (One) equity share of INR 2 each of the Company and 1 (One) fully paid up new equity share of INR 2 each of IIFL Wealth for every 7 (Seven) equity shares of INR 2 each of the Company. Accordingly, IIFL Securities and IIFL Wealth allotted 31,92,34,462 & 4,56,04,924 shares respectively to eligible shareholders of the Company on June 06, 2019. IIFL Securities and IIFL Wealth had filed their respective Listing Application with Stock exchange(s) and the In principle approval for listing of equity shares of IIFL Securities and IIFL Wealth was received on August 13, 2019 (NSE) and August 21, 2019 (BSE) & August 19, 2019 (NSE) and August 21, 2019 (BSE) respectively. Accordingly, the shares of IFL Wealth and IIFL Securities were listed on Stock Exchanges(s) on September 19, 2019 and September 20, 2019 respectively. The Company has submitted an application with RBI for NBFC License and the approval is awaited.

After aforesaid merger of India Infoline Finance with the Company, each shareholder of India Infoline Finance whose name is recorded in the register of members of India Infoline Finance on the record date will be entitled to 135 fully paid up equity shares of INR 2 each in the Company for every 100 shares held in India Infoline Finance.



**IIFL FINANCE LIMITED**  
**(FORMERLY KNOWN AS IIFL HOLDINGS LIMITED)**  
**CIN: L67100MH1995PLC093797**

**Regd. Office:- IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Estate, Wagle Estate, Thane – 400604**

11. The figures for the quarter ended September 30, 2019 and quarter ended September 2018 are the balancing figures between unaudited figures in respect of the half year ended September 30, 2019 and September 30, 2018 and the unaudited figures of quarter ended June 30, 2019 and June 30, 2018 respectively.
12. Previous period figures have been regrouped reclassified to make them comparable with those of current period.

In terms of report attached

Date: October 23, 2019  
Place: Mumbai



By order of the Board  
For **IIFL Finance Limited**  
(Formerly Known as IIFL Holdings Limited)

*R. Venkataraman*

**R Venkataraman**  
**Managing Director**  
**DIN: 00011919**



## **INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS**

### **TO THE BOARD OF DIRECTORS OF IIFL FINANCE LIMITED (FORMERLY IIFL HOLDINGS LIMITED)**

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **IIFL FINANCE LIMITED (FORMERLY IIFL HOLDINGS LIMITED)** ("the Company"), for the quarter and six months ended 30 September 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention Note No.7 to the standalone unaudited financial results which describes the reasons for implementation of the Composite Scheme of Arrangement amongst the Company, India Infoline Media and Research Services Limited, IIFL Securities Limited, IIFL Wealth Management Limited,



**Deloitte  
Haskins & Sells LLP**

India Infoline Finance Limited, IIFL Distribution Services Limited and their respective shareholders, under Sections 230 - 232 and other applicable provisions of the Companies Act, 2013 (the "Scheme"), in Parts, based on the legal opinion obtained by the Company. The Scheme has been approved by the National Company Law Tribunal vide its order dated 07 March 2019 and filed with the Registrar of Companies on 11 April 2019.

Our conclusion on the Statement is not modified in respect of this matter.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)



Pallavi A. Gorakshakar  
(Partner)  
(Membership No. 105035)  
**UDIN: 19105035AAAAFV3010**

Place: MUMBAI  
Date: 23 October 2019

## IIFL Finance Limited (Formerly known as IIFL Holdings Limited)

CIN : L67100MH1995PLC093797

Regd. Office :- IIFL House, Sun Infotech Park, Road No. 16, Plot No. B-23, MIDC, Thane Industrial Estate, Wagle Estate, Thane - 400604

Statement of Standalone Unaudited Financial Results for the Quarter ended and Half year ended September 30, 2019

(Rs. in Lakhs)

Particulars	Quarter ended			Half Year ended		Year ended
	September 30, 2019	June 30, 2019	September 30, 2018	September 30, 2019	September 30, 2018	March 31, 2019
	(Unaudited) (See Note 8)	(Unaudited)	(Unaudited) (See Note 7 & 8)	(Unaudited)	(Unaudited) (See Note 7)	(Audited)
<b>1. Income</b>						
<b>Revenue from operations</b>						
a. Dividend Income	-	-	-	-	-	15,054.63
<b>Total Revenue from operations</b>	-	-	-	-	-	<b>15,054.63</b>
<b>2. Other Income</b>	-	-	-	-	-	-
<b>3. Total Revenue (1+2)</b>	-	-	-	-	-	<b>15,054.63</b>
<b>Expenses</b>						
a. Employee benefits expense	2.70	10.42	33.40	13.12	32.10	52.19
b. Finance Cost	9.27	1.04	-	10.31	-	-
c. Depreciation and amortisation expense	5.61	9.04	11.11	14.65	22.22	44.27
d. Administration and other expense	36.56	39.48	41.59	76.04	100.02	248.31
<b>4. Total Expenses (a+b+c+d)</b>	<b>54.14</b>	<b>59.98</b>	<b>86.10</b>	<b>114.12</b>	<b>154.34</b>	<b>344.77</b>
<b>5. Profit/(loss) before tax and exceptional items (3-4)</b>	<b>(54.14)</b>	<b>(59.98)</b>	<b>(86.10)</b>	<b>(114.12)</b>	<b>(154.34)</b>	<b>14,709.86</b>
6. Exceptional items	-	-	-	-	-	-
<b>7. Profit/(loss) before tax (5+6)</b>	<b>(54.14)</b>	<b>(59.98)</b>	<b>(86.10)</b>	<b>(114.12)</b>	<b>(154.34)</b>	<b>14,709.86</b>
<b>8. Tax Expenses</b>						
a. Current Tax	-	-	-	-	-	-
b. Deferred Tax	0.05	(3.17)	(0.06)	(3.12)	(0.35)	(8.97)
c. Tax adjustment for prior year	-	-	-	-	-	6.64
<b>Total Tax Expenses (a+b+c)</b>	<b>0.05</b>	<b>(3.17)</b>	<b>(0.06)</b>	<b>(3.12)</b>	<b>(0.35)</b>	<b>(2.33)</b>
<b>9. Net profit/(loss) before impact of rate change on opening deferred tax (7-8)</b>	<b>(54.19)</b>	<b>(56.81)</b>	<b>(86.04)</b>	<b>(111.00)</b>	<b>(153.99)</b>	<b>14,712.19</b>
10. Impact of change in rate on opening deferred tax (see note 9)	95.04	-	-	95.04	-	-
<b>11. Net profit/(loss) after tax (9-10)</b>	<b>(149.23)</b>	<b>(56.81)</b>	<b>(86.04)</b>	<b>(206.04)</b>	<b>(153.99)</b>	<b>14,712.19</b>
<b>12. Other Comprehensive Income/ (loss) (OCI)</b>						
<b>Items that will not be reclassified to profit or loss</b>						
i) Remeasurement of Defined Benefit Plan	1.43	(7.96)	1.67	(6.53)	19.32	16.63
ii) Income Tax on Defined Benefit Plan	(0.66)	2.32	0.09	1.65	0.13	(4.84)
Other Comprehensive Income/(loss) for the year/quarter (net of tax)	0.76	(5.64)	1.76	(4.88)	19.45	11.79
<b>13. Total Comprehensive Income/(loss) (11+12)</b>	<b>(148.47)</b>	<b>(62.45)</b>	<b>(84.28)</b>	<b>(210.92)</b>	<b>(134.54)</b>	<b>14,723.98</b>
14. Paid up Equity Share Capital (Face Value of Rs.2 each) (see note 5)	6,384.69	6,384.69	6,381.29	6,384.69	6,381.29	6,384.06
15. Reserves excluding Revaluation Reserve						100,638.70
<b>16. Earnings Per Share (Face Value Rs. of 2 each)</b>						
Basic (In Rs.) *	(0.05)	(0.02)	(0.03)	(0.06)	(0.05)	4.61
Diluted (In Rs.) *	(0.05)	(0.02)	(0.03)	(0.06)	(0.05)	4.60

\* Quarter ended numbers are not annualised

In terms of our report attached.



Date : October 23, 2019

Place: Mumbai

For IIFL Finance Limited (Formerly known as IIFL Holdings Limited)

R. Venkataraman

R Venkataraman

Managing Director

DIN: 00011919



IIFL Finance Limited (Formerly know as IIFL Holdings Limited)

CIN : L67100MH1995PLC093797

Regd. Office :- IIFL House, Sun Infotech Park, Road No. 16, Plot No. B-23, MIDC, Thane Industrial Estate,  
Wagle Estate, Thane - 400604

NOTE 1 :- STANDALONE STATEMENT OF ASSET AND LIABILITIES AS ON SEPTEMBER 30, 2019

(Rs in Lakhs)

Particulars	As at September	As at March 31,
	30, 2019	2019
	Unaudited	Audited
<b>ASSETS</b>		
<b>1. Financial Assets</b>		
(a) Cash and cash equivalents	75.16	3.36
(b) Bank Balance other than (a) above	126.48	135.72
(c) Investments	102,266.90	102,018.28
(d) Other financial assets	362.98	6.26
<b>Sub-total</b>	<b>102,831.52</b>	<b>102,163.62</b>
<b>2. Non-financial Assets</b>		
Inventories		
(a) Current tax assets	3,803.37	4,123.69
(b) Deferred tax Assets (net)	610.07	700.31
(c) Property, Plant and Equipment	52.10	62.64
(d) Other intangible assets	1.65	6.06
(e) Other non-financial assets	321.99	315.55
<b>Sub-total</b>	<b>4,789.18</b>	<b>5,208.25</b>
<b>Total Assets</b>	<b>107,620.70</b>	<b>107,371.87</b>
<b>LIABILITIES AND EQUITY</b>		
<b>LIABILITIES</b>		
<b>1. Financial Liabilities</b>		
(a) Payables		
(I) Trade payables		
(i) Total outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	34.43	60.00
(II) Other payables		
(i) Total outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(b) Borrowings (Other than Debt Securities)	487.00	-
(c) Other financial liabilities	150.01	137.29
<b>Sub-total</b>	<b>671.44</b>	<b>197.29</b>
<b>2. Non-Financial Liabilities</b>		
(a) Provisions	52.07	39.51
(b) Other non-financial liabilities	21.92	112.31
<b>Sub-total</b>	<b>73.99</b>	<b>151.82</b>
<b>3. EQUITY</b>		
(a) Equity share capital	6,384.69	6,384.06
(b) Other equity	100,490.58	100,638.70
<b>Sub-total</b>	<b>106,875.27</b>	<b>107,022.76</b>
<b>Total Liabilities and Equity</b>	<b>107,620.70</b>	<b>107,371.87</b>

*Terms of an report attached.*



Date : October 23, 2019

Place: Mumbai

For IIFL Finance Limited (Formerly known as IIFL Holdings Limited)

*R. Venkataraman*

**R. Venkataraman**  
Managing Director  
(DIN: 00011919)



IIFL Finance Limited (Formerly know as IIFL Holdings Limited)  
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Thane - 400604

NOTE :- 2 STANDALONE STATEMENT OF CASH FLOWS FOR THE SIX MONTHS ENDED

(Rs in Lakhs)

Particulars	Six months ended September 30, 2019	Six months ended September 30, 2018
	Unaudited	Unaudited
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit/(loss) before tax	(114.12)	(154.34)
Operating profit before working capital changes	(73.93)	(122.70)
Net cash used in operating activities (A)	(212.07)	(173.45)
Net cash used in investing activities (B)	(248.62)	(58.29)
Net cash generated from financing activities (C)	532.49	143.98
Net (decrease)/ increase in cash and cash equivalents ( A + B + C )	71.80	(87.76)
Add : Opening cash and cash equivalents as at the beginning of the year	3.36	2,361.18
Less : Cash and cash equivalents transferred through Composite Scheme of Arrangement		(2,256.82)
Cash and cash equivalents as at the end of the period	75.16	16.60

In terms of our report attached.



For IIFL Finance Limited (Formerly  
known as IIFL Holdings Limited)

*R. Venkataraman*

R. Venkataraman  
Managing Director  
(DIN: 00011919)



Date : October 23, 2019  
Place: Mumbai

**IIFL FINANCE LIMITED**  
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3. The above standalone unaudited financial results for the quarter and half year ended September 30, 2019, have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on October 23, 2019. The Statutory Auditor of the Company have carried out the Limited Review of the aforesaid results and have issued an unmodified report.
4. These standalone unaudited financial results have been prepared in accordance with the recognition and measurement principals laid down in Indian Accounting Standards 34 – Interim Financial Reporting (“Ind AS 34”) prescribed under section 133 of the Companies Act, 2013 read with relevant Rules issued thereunder and other accounting principal generally accepted in India.
5. During the quarter ended September 30, 2019, the Company has not allotted any equity shares (previous quarter: 31,370 of Rs. 2/- each on exercise of stock options) under the Employee Stock Option Scheme.
6. The Company’s main business is investing in subsidiary companies. All activities are carried out within India. As such there are no separate reportable segments as per Indian Accounting Standard (Ind As) - 108 on “Operating Segment”
7. The Board of Directors of the Company at their meeting held on January 31, 2018, had approved the Composite Scheme of Arrangement amongst India Infoline Finance Limited (“India Infoline Finance”), IIFL Finance Limited (“the Company”), India Infoline Media and Research Services Limited (“IIFL M&R”), IIFL Securities Limited (“IIFL Securities”), IIFL Wealth Management Limited (“IIFL Wealth”) and IIFL Distribution Services Limited (“IIFL Distribution”), and their respective shareholders, under Sections 230 - 232 and other applicable provisions of the Companies Act, 2013 (“Scheme”) which inter-alia, envisages the following:
  - i. amalgamation of IIFL M&R with the Company;
  - ii. demerger of the Securities Business Undertaking (as defined in the Scheme) of Company into IIFL Securities;
  - iii. demerger of the Wealth Business Undertaking (as defined in the Scheme) of Company into IIFL Wealth;
  - iv. transfer of the Broking and Depository Participant Business Undertaking (as defined in the Scheme) of IIFL Wealth to its wholly owned subsidiary i.e., IIFL Distribution, on a going-concern basis; and
  - v. amalgamation of India Infoline Finance with the Company.

The Appointed Date for the amalgamation of IIFL M&R with the Company is opening hours of April 1, 2017 and for all the other steps, the Appointed Date is opening hours of April 1, 2018.

The shareholders of the respective Company approved the Scheme on December 12, 2018

The National Company Law Tribunal Bench at Mumbai (Tribunal) approved the Scheme on March 7, 2019 under the applicable provisions of the Companies Act, 2013.

Certified copy of the said order of the Tribunal was received by the Company on March 15, 2019 and filed with the Registrar of Companies on April 11, 2019.

Clause 56.2.4 of the Scheme states that Part V of the Scheme dealing with the merger of India Infoline Finance with the Company shall be made effective upon receipt of Non-Banking Finance Company (NBFC) registration by the Company from the Reserve Bank of India(RBI). Pending the receipt





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of NBFC registration from RBI and based on the legal opinion obtained by the Company, the Board of Directors at its meeting held on May 13, 2019 have decided to give effect to the Scheme in the following manner:

- a) Merger of IIFL M&R with the Company with effect from the Appointed Date i.e. April 01, 2017;
- b) Demerger of Securities Business Undertaking and the Wealth Business Undertaking from the Company with effect from the Appointed Date i.e. April 01, 2018; and
- c) Transfer of the Broking and Depository Participant Business Undertaking from IIFL Wealth to its wholly owned subsidiary, IIFL Distribution with effect from the Appointed Date April 01, 2018.
- d) Merger of India Infoline Finance with the Company to be given effect after receipt of necessary registration from the RBI.

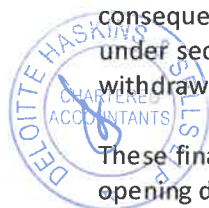
Consequently, the figures of the quarter and half year ended September 30, 2018 have been restated to give effect to the aforementioned scheme.

May 31, 2019 was fixed as the Record date for determining the eligibility of the shareholders of the Company for allotting shares of IIFL Securities and IIFL Wealth in the ratio of 1 (One) fully paid up new equity share of INR 2 each of IIFL Securities for every 1 (One) equity share of INR 2 each of the Company and 1 (One) fully paid up new equity share of INR 2 each of IIFL Wealth for every 7 (Seven) equity shares of INR 2 each of the Company. Accordingly, IIFL Securities and IIFL Wealth allotted 31,92,34,462 & 4,56,04,924 shares respectively to eligible shareholders of the Company on June 06, 2019. IIFL Securities and IIFL Wealth had filed their respective Listing Application with Stock exchange(s) and the In principle approval for listing of equity shares of IIFL Securities and IIFL Wealth was received on August 13, 2019 (NSE) and August 21, 2019 (BSE) & August 19, 2019 (NSE) and August 21, 2019 (BSE) respectively. Accordingly, the shares of IFL Wealth and IIFL Securities were listed on Stock Exchanges(s) on September 19, 2019 September 20, 2019 respectively. The Company has submitted an application with RBI for NBFC License and the approval is awaited.

After aforesaid merger of India Infoline Finance with the Company, each shareholder of India Infoline Finance whose name is recorded in the register of members of India Infoline Finance on the record date will be entitled to 135 fully paid up equity shares of INR 2 each in the Company for every 100 shares held in India Infoline Finance.

8. The figures for the quarter ended September 30, 2019 and quarter ended September 2018 are the balancing figures between unaudited figures in respect of the half year ended September 30, 2019 and September 30, 2018 and the unaudited figures of quarter ended June 30, 2019 and June 30, 2018 respectively.
9. The recently promulgated Taxation Laws (Amendment) Ordinance, 2019, has inserted section 115BAA in the Income Tax Act, 1961, providing existing domestic companies with an option to pay tax at a concessional rate of 22% plus applicable surcharge and cess. The reduced tax rates come with the consequential surrender of specific deductions/ incentive. The option needs to be exercised within the prescribed time for filing the return of income under section 139(1) of the Income Tax Act, 1961, for assessment year (AY) 20-21 or subsequent AYs. Once exercised, such an option cannot be withdrawn for the same or subsequent AYs.

These financial results are prepared on the basis that the Company would avail the option to pay income tax at the lower rate. Consequently, the opening deferred tax asset (net) has been measured at the lower rate, with a one-time corresponding charge of 95.04 Lakhs to the statement of Profit & Loss.



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10. Previous period figures have been regrouped reclassified to make them comparable with those of current period.

*In terms of our report attached.*

By order of the Board  
For IIFL Finance Limited (Formerly known as IIFL Holdings Limited)



Date: October 23, 2019  
Place: Mumbai

*R. Venkatarana*

**R Venkataraman  
Managing Director  
DIN: 00011919**

