

May 7, 2015

The Manager,

Listing Department,

BSE Limited,

Phiroze Jeejeebhoy Tower,

Dalal Street.

Mumbai 400 001.

Tel no.: 22721233

Fax No.: 22723719/ 22723121/ 22722037/

22722041/22722061

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.

Tel No.: 2659 8235 Fax No.: 26598237/

26598238

NSE Symbol; IIFL

Dear Sir,

Sub: Outcome of the Board Meeting held on May 07, 2015

The Board of Directors of the Company at their meeting held today, inter-alia, considered and approved the Standalone and Consolidated Audited Financial Results of the Company for the year ended March 31, 2015.

Pursuant to Clause 41 of the Listing Agreement, we enclose herewith copy of the above mentioned Audited Financial Results for your reference and records.

Kindly take above on record and oblige.

Thanking You, Yours faithfully,

For IIFL Holdings Limited

Ashutosh Naik

Company Secretary & Compliance Officer

Place: Mumbai

Encl: as above

Email Id: csteam@indiainfoline.com



I.A.1.IIFL Holdings Limited (Formerly India Infoline Limited) Standalone Result table

IIFL Holdings Limited (Formerly India Infoline Limited)

Statement of Standaione Financial Results for the Quarter and Year ended March 31, 2015

1. a. Income from operations Particulars	PART-I					Rs. Lakhs
Mar 31, 2015 Dec 31, 2014 Mar 31, 2015 Audited			Quarter ended		Yeare	inded
Unaudited Unaudited Audited Audited Audited Audi		Mar 31, 2015	Dec 31, 2014	Mar 31, 2014		Mar 31, 2014
842.6 245.6 7,063.5 10,185.5 21.4 23.2 (119.1) 718.5 864.0 268.8 6,944.4 10,904.0 - - - - - - - - - - - 2.0 1.8 1.8 7.3 2.0 1.8 1.8 7.3 86.7 63.6 1.8 448.7 86.7 63.0 1.8 1.0,55.8 86.7 63.0 1.7 1.00.5 99.0 - - - 432.9 729.4 1.79.1 6,754.8 10,455.3 18.1 (45.2) 6,754.8 10,455.3 18.1 (45.2) 6,754.8 10,455.8 18.1 (45.2) - - 484.7 75.9 6,754.8 10,122.9 18.1 (45.2) - - 18.1 (45.2) - - 303.1 12.1 6,754.8 9,822.2 18.2 5,924.0 6,204.7 133,801.6 18.1 6,754.8 2,22 3.13 18.1 6,754.8 9,822.2 3.13 18.1 <		Unaudited	Unaudited	Unaudited	Audited	Audited
842.6 245.6 7,063.5 10,185.5 21.4 23.2 (119.1) 718.5 864.0 268.8 6,944.4 10,904.0 - - - - 20 1.18 1.18.7 216.5 20 1.18 1.18 7.3 86.7 64.3 53.6 224.9 86.7 64.3 53.6 224.9 99.0 - - 100.5 99.0 - - 100.5 729.4 179.1 6,754.8 10,455.3 484.7 75.9 6,754.8 10,555.8 181.6 (45.2) - - 484.7 75.9 6,754.8 10,122.9 181.6 (45.2) - - 181.6 (45.2) - - 303.1 121.1 6,754.8 9,822.2 18.6 5,924.0 6,204.7 121.24.2 18.6 5,924.0 6,204.7 133,801.6 18.7 18.6 18.6 18.6						
21.4 23.2 (119.1) 718.5 864.0 268.8 6,944.4 10,904.0 864.0 268.8 6,944.4 10,904.0 144.9 23.6 134.2 216.5 20 1.8 134.2 216.5 86.7 64.3 53.6 224.9 86.7 64.3 53.6 224.9 99.0 - - 100.5 99.0 - - 448.7 729.4 179.1 6,754.8 10,455.3 - - - 432.9 - - - 432.9 - - - 432.9 - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - <	1. a. Income from operations	842.6		:		8,866.7
864.0 268.8 6,944.4 10,904.0 144.9 23.6 134.2 216.5 2.0 1.8 1.8 7.3 86.7 64.3 53.6 224.9 86.7 64.3 53.6 224.9 89.0 179.1 6,754.8 10,455.3 99.0 179.1 6,754.8 10,455.8 484.7 75.9 6,754.8 10,122.9 484.7 75.9 6,754.8 10,122.9 181.6 (45.2) - 300.7 (181.6 (45.2) - 300.7 (204.7 6,124.2 5,924.0 6,204.7 6,204.7 6,124.2 5,924.0 6,204.7 10.10 0.00 2.29 3.13 10.10 0.00 2.29 3.13	b. Other Operating Income	21.4	23.2			(51.0)
144.9 23.6 134.2 216.5 2.0	Total Income	864.0				8,815.7
144.9 23.6 134.2 216.5 2.0 1.8 1.3 2.0 1.8 1.3 2.0 1.8 1.3 2.0 1.8 1.3 2.3.6 89.7 189.6 448.7 99.0 -	2. Expenditure					
144.9 23.6 134.2 216.5 2.0	a. Operating Cost	-	·	,	-	•
2.0 1.8 1.8 7.3 86.7 64.3 53.6 224.9 86.7 64.3 53.6 224.9 630.4 179.1 6,754.8 10,455.3 99.0 - 179.1 6,754.8 10,455.3 244.7 103.2 - 432.9 - - - 432.9 - - - 300.7 - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - <td< td=""><td>b. Employee Cost</td><td>144.9</td><td></td><td></td><td></td><td>482.4</td></td<>	b. Employee Cost	144.9				482.4
86.7 64.3 53.6 224.9 233.6 89.7 189.6 448.7 630.4 179.1 6,754.8 10,455.3 99.0 - - 100.5 244.7 103.2 - 432.9 729.4 179.1 6,754.8 10,122.9 484.7 75.9 6,754.8 10,122.9 181.6 (45.2) - - 303.1 121.1 6,754.8 9,822.2 - - - - 303.1 121.1 6,754.8 9,822.2 - - - - 303.1 121.1 6,754.8 9,822.2 - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - -	c. Depreciation	2.0	1.8			7.1
233.6 89.7 189.6 448.7 630.4 179.1 6,754.8 10,455.3 99.0 - - 100.5 244.7 103.2 - 432.9 244.7 103.2 - 432.9 - - - 432.9 - - - 432.9 - - - 300.7 484.7 75.9 6,754.8 10,122.9 484.7 75.9 6,754.8 10,122.9 6,754.8 10,122.9 - - - - - 300.7 (- - - 300.7 (- - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - -		86.7	64.3			65.0
630.4 179.1 6,754.8 10,455.3 10.55.8 10.555.9 10.555.8 10.555.9 10	Total Expenditure	233.6				554.5
rceptional items (3+4) 729.4 179.1 6,754.8 10,555.8 efore exceptional items (5-6) 244.7 103.2 - 432.9 efore exceptional items (5-6) 484.7 75.9 6,754.8 10,122.9 131.6 (45.2) - 300.7 (10,122.9) 131.6 (45.2) - 300.7 (10,122.9) 133.1 121.1 6,754.8 9,822.2 133.3 121.1 6,754.8 9,822.2 6,204.7 6,204.7 6,204.7 6,204.7 18 6,204.7 6,204.7 6,204.7 18 0.10 0.04 2.29 3.24 18 0.10 0.04 2.22 3.13	3. Profit from operations before other income, finance costs & exceptional items (1-2)	630.4	179.1			8,261.2
xceptional items (3+4) 729.4 179.1 6,754.8 10,555.8 efore exceptional items (5-6) 484.7 103.2 - 432.9 efore exceptional items (5-6) 484.7 75.9 6,754.8 10,122.9 181.6 75.9 6,754.8 10,122.9 181.6 (45.2) - - - 303.1 121.1 6,754.8 9,822.2 - - - - - - - - - - - 300.7 (7 - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - -	4. Other Income	0.66		f	100.5	ľ
Ffore exceptional items (5-6) 484.7 103.2 - 432.9	5. Profit from ordinary activities before finance costs & exceptional items (3+4)	729.4	179.1			8,261.2
Fore exceptional items (5-6) 484.7 103.2 - 432.9 efore exceptional items (5-6) 484.7 75.9 6,754.8 10,122.9 - 484.7 75.9 6,754.8 10,122.9 183.6 (45.2) - 300.7 (45.2) - 300.						
efore exceptional items (5-6) 484.7 75.9 6,754.8 10,122.9 -	6. Finance costs	244.7	103.2		432.9	•
484.7 75.9 6,754.8 10,122.9 181.6 (45.2) 6,754.8 10,122.9 303.1 121.1 6,754.8 9,822.2 -	7. Profit from ordinary activities after finance costs but before exceptional items (5-6)	484.7	75.9			8,261.2
484.7 75.9 6,754.8 10,122.9 181.6 (45.2) - 300.7 (45.2) - 300.7 (45.2) - 300.7 (45.2) - 300.7 (45.2)	8. Exceptional Item	1	-	•		•
181.6	9. Profit / (Loss) from ordinary activities before tax (7+8)	484.7	75.9			8,261.2
303.1 121.1 6,754.8 9,822.2 10.1 - <td>10. Tax Expenses</td> <td>181.6</td> <td></td> <td></td> <td>300.7</td> <td>(1,515.5)</td>	10. Tax Expenses	181.6			300.7	(1,515.5)
tems a303.1 121.1 6,754.8 9,822.2 ctll children and child	11. Net Profit from ordinary activities after tax (9-10)	303.1	121.1			9,776.7
303.1 121.1 6,754.8 9,822.2 6,204.7 6,124.2 5,924.0 6,204.7 0.10 0.10 0.04 133,801.6 12 0.10 0.04 2.22 3.13 0.10 0.04 2.22 3.13	12.Extraordinary items	-	1	•	•	•
6,204.7 6,124.2 5,924.0 6,204.7 133,801.6 12 0.10 0.04 2.29 3.24 0.10 0.04 2.22 3.13	13. Net Profit for the period (11+12)	303.1	121,1			1.977,6
0.10 0.04 2.29 3.24 0.10 0.04 2.22 3.13	14. Paid up Equity Share Capital (Face Value of Rs.2 each)	6,204.7	6,124.2			5,924.0
0.10 0.04 2.29 3.24 0.10 0.04 2.22 3.13	15. Reserves excluding Revaluation Reserve				133,801.6	126,422.1
0.10 0.04 2.29 3.24 0.10 0.04 2.22 3.13	16. Earnings Per Share before and after extraordinary Items		***************************************			
0.10 0.04 2.22 3.13	Basic (In Rs.)	0.10	0.04			3.31
	Diluted (In Rs.)	0.10	0.04			3.21

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Particulars		Quarter ended		Year ended	nded
•	Mar 31, 2015	Dec 31, 2014	Mar 31, 2014	Mar 31, 2014 Mar 31, 2015 Mar 31, 2014	Mar 31, 2014
	Unaudited	Unaudited	Unaudited	Audited	Audited
Select Information for the quarter and Year ended March 31, 2015					
A. Particulars of Shareholding					
1.Public Shareholding					
Number of Shares	217,872,516	213,849,021	203,837,571	217,872,516	203,837,571
Percentage of Shareholding	70.23	69.84	68.82	70.23	68.82
2. Promoters and Promoter group Share holding					
a) Pledged/Encumbered	Ž	N.	IN	Nil	Nši
- Number of shares	IIZ	IIN	IN	Nil	Nil
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	Z	J.	2	Nil	N.
- Percentage of shares (as a% of the total share capital of the company)					
b) Non-encumbered					
- Number of Shares	92,361,432	92,361,432	92,361,432	92,361,432	92,361,432
- Percentage of shares (as a% of the total shareholding of promoter and promoter group)	100	100.00	100.00	001	100.00
- Percentage of shares (as a% of the total Share capital of the Company)	29.77	30.16	31.18	29.77	31.18

B.INVESTOR COMPLAINTS	Ouarter ended
	March 31, 2015
Pending at the beginning of the quarter	1
Received during the quarter	7
Disposed of during the quarter	7
Remaining unresolved at the end of the quarter	·



Date: 07/05/2015 Place: Mumbai

I.A.2. IIFL Holdings Limited (Formerly India Infoline Limited) Consolidated Result table

IIFL Holdings Limited (Formerly India Infoline Limited) Statement of Consolidated Financial Results for the Quarter and Year ended March 31, 2015

PART-1

Rs. Lakhs

Particulars		Quarter ended		Year ended	ınded
	Mar 31, 2015	Dec 31, 2014	Dec 31, 2014 Mar 31, 2014	Mar 31, 2015	Mar 31, 2014
	Unaudited	Unaudited	Unaudited	Audited	Audited
1. a. Income from operations	104,935.8			365,369.2	
Fund Based activities	71,101.4			262,341.9	7
Financial Products Distribution	20,865.4	14,346.6	17,228.2	58,270.1	44,842.8
Capital Market activities	12,969.0	9,883.2	7,461.1	44,757.2	34,629.2
b. Other Operating Income					
Total Income from operations	104,935.8	92,246.6	78,044.4	365,369.2	282,189.6
2. Expenditure					
a. Operating Cost	14,684.1	10,335.7			
b. Employee Cost	15,528.9	15,284.6	I	9	7
c. Depreciation	1,575.3	1,369.3	1,562.9		
d. Administration Expenses and other Expenditure	12,775.4				
Total Expenditure	44,563.7	37,155.0	35,810.5		
3. Profit from operations before other income, finance costs & exceptional items (1-2)	60,372.1	55,091.6	42,233.9	21	15
4. Other Income	733.8	203.0			
5. Profit from ordinary activities before finance costs & exceptional items (3+4)	61,105.9		42,959.7	215,768.7	
	38,469.7		30,435.2	143,382.4	τ
7. Profit from ordinary activities after finance costs but before exceptional items (5-6)	22,636.2	17,913.0	12,524.5	72,386.3	41,981.0
8. Exceptional Item					
9. Profit from ordinary activities before tax (7+8)	22,636.2	17,913.0	12,524.5		
10. Tax Expenses	8,413.2	5,848.1	3,825.1	24,749.8	
11. Net Profit from ordinary activities after tax (9-10)	14,223.0	12,064.9	8,699.4	47,636.5	29,138.3
12. Extraordinary items	•		,		
13. Net Profit for the period (11+12)	14,223.0	12,064.9	8,699.4	47,636.5	29,138.3
14. Share of profit / (loss) of associates	•				
15. Share of minority interests in profits	1,055.1		562.3		
16. Net Profit from Ordinary Activities after tax and Minority Interests (13-14-15)	13,167.9	11,233.7	8,137.1	44,732.5	`
17. Paid up Equity Share Capital (Face Value of Rs.2 per Equity Share)	6,204.7	6,124.2	5,924.0		
18. Reserves excluding Revaluation Reserves				249,564.3	209,260.0
19. Earnings Per Share before and after extraordinary items					
Basic (In Rs.)	4.35		2.75		
Diluted (In Rs.)	4.23	3.58	2.67	14,36	66/1



IIFL Holdings Limited (Formerly India Infoline Limited) Statement of Consolidated Financial Results for the Quarter and Year ended March 31, 2015

PART-11

Particulars		Quarter ended		Year ended	nded
	Mar 31, 2015	Dec 31, 2014	Mar 31, 2014	Mar 31, 2015 Dec 31, 2014 Mar 31, 2014 Mar 31, 2015 Mar 31, 2014	Mar 31, 2014
	Unaudited	Unaudited	Unaudited	Audited	Audited
Select Information for the quarter and Year ended March 31, 2015					
A. Particulars of Shareholding					
1.Public Shareholding					
Number of Shares	217,872,516	213,849,021	203,837,571	217,872,516	203,837,571
Percentage of Shareholding (%)	70.23	69.84	68.82	70.23	68.82
2. Promoters and Promoter group Share holding					
a) Pledged/Encumbered					
- Number of shares	N	Nil	Ni	Nii	Z
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	IN	Nil	IIN	Ž	Ž
- Percentage of shares (as a % of the total share capital of the company)	IN	IIN	IIN	Nii	Ē
b) Non-encumbered					
- Number of Shares	92,361,432	92,361,432	92,361,432	92,361,432	92,361,432
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100	100.00	100.00	100	100.00
- Percentage of shares (as a % of the total share capital of the company)	29.77	30.16	31.18	729.77	31.18

B.INVESTOR COMPLAINTS	March 31, 2015
Pending at the beginning of the quarter	•
Received during the quarter	7
Disposed of during the quarter	7
Remaining unresolved at the end of the quarter	4

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Date:07/05/2015 Place:Mumbai

I.A.4. IIFL Holdings Limited Consolidated Segment Wise Revenue & Results

IIFL Holdings Limited

Segment-wise Revenue, Result and Capital Employed in terms of Clause 41 of the listing agreement (Consolidated)

		Quarter ended		Year	Year ended
Particulars	Mar 31, 2015	Dec 31, 2014	Mar 31, 2014	Mar 31, 2015	Mar 31, 2014
	Unaudited	Unaudited	Unaudited	Audited	Audited
Segment Revenue					
1 Find Based activities	71,101.4	68,016.8	53,355.1	262,341.9	202,717.6
2 Financial Products distribution	20,865.3	14,346.6	17,228.2	58,270.1	44,842.8
3 Capital Market activities	12,969.0	9,883.2	7,461.1	44,757.2	34,629.2
4 Other Income	733.8	203.0	725.8	1,266.1	1,539.4
Total	105,669.5	92,449.6	78,770.2	366,635.3	283,729.0
Less: Inter Segment Revenue Net Income from Operation	105,669.5	92,449.6	78,770.2	366,635.3	283,729.0
Segment Result (Profit before Tax)					
1 Fund Based activities	12,519.2	11,907.9	8,017.8	45,562.0	29,126.0
2 Financial Products distribution	4,977.4	2,862.0	3,491.4	11,213.0	6,427.2
3 Capital Market activities	4,835.4	3,106.8	370.4	15,220.6	4,989.5
4 Other Income	304.2	36.3	644.9	390.7	1,438.3
Total	22,636.2	17,913.0	12,524.5	72,386.3	41,981.0
Profit from Ordinary Activities before Tax	22,636.2	17,913.0	12,524.5	72,386.3	41,981.0
Capital Employed					
(Segment Assets less Segment liabilities)					
1 Fund Based activities	213,271.6	186,947.2	164,866.5	213,271.6	164,866.5
2 Financial Products distribution	14,747.0	9,884.0	6,520.9	14,747.0	6,520.9
3 Capital Market activities	33,129.5	31,927.3	31,438.6	33,129.5	31,438.6
4 Other Income			0 000	7 0 7 7 0 0	0 200 000
Total capital employed in Segments	261,148.1	778,738.5	707,825.0	T.047,140.T	202,020.0
Unallocable Corporate Assets/less Corporate liabilites	21,067.7	17,637.4	16,643.4	21,067.7	16,643.4
Total Canital Employed	282.215.8	246,395.9	219,469.4	282,215.8	219,469,4

IIFL Holdings Limited

articulars	Notes	As at March 31, 2015	As at March 31, 2014
EQUITY AND LIABILTIES			
1) Shareholder's funds	1		
a) Share Capital	l	620,467,896	592,398,006
b) Reserve and Surplus	l	24,956,427,348	20,926,004,216
c) Money received against share warrants	l	-	
Sub total		25,576,895,244	21,518,402,222
2) Share application money pending allotment		-	356,300
(3) Minority Interest		2,644,674,574	428,181,611
(4) Non Current Liabilities	1		
(a) Long-term borrowings		94,774,284,544	60,194,395,70
(b) deferred tax liabilties (Net)		-	-
(c) Other Long-term liabilities		344,789,770	78,138,10
(d) Long-term provisions		612,606,309	370,070,980
Sub total		95,731,680,623	60,642,604,788
[5] Current liabilities			
(a) Short-term borrowings		37,518,064,943	28,090,656,61
(b) Trade payables (c) Other current liabilities		7,538,907,813	8,544,069,54
-Current portion of long term borrowing -Others		14,101,330,306	16,878,194,15
-others		8,784,961,758	8,594,333,68
(d) Short-term provisions	l	1,764,724,237	1,043,219,42
Sub total		69,707,989,057	63,150,473,43
TOTAL		193,661,239,498	145,740,018,35
II ASSETS			
(1) Non-current assets	1		
(a) Fixed assets	1		
(i) Tangible assets		4,562,333,632	4,364,883,70
(ii) intangible assets		50,556,613	24,414,75
(iii) Capitalwork-in-progress		103,561,879	237,795,49
(iv) Goodwill		383,471,063	332,198,48
(iv) Intangible assets under development	l		-
Sub total		5,099,923,187	4,959,292,44
(b) Non-current investments	1	5,487,211,167	4,356,990,97
(c) deferred tax assets (Net) (d) Long-term loans & advances		1,227,533,056	851,857,32
+Loans	1	50,555,646,082	38,958,895,38
-Cons	1	2,318,494,171	1,815,764,57
(e) Other non-current assets		99,312,567	249,221,08
Sub total		59,688,197,043	46,242,729,34
(2) Current assets		05/005/251/015	1772777
(a) Current investments	l	7,347,143,505	5,758,631,56
(b) Inventories	1	2,549,128,774	1
(c) Trade receivables		4,995,342,455	4,492,094,01
(d) Cash and Bank balances		18,287,380,364	14,121,993,04
(e) Short-term loans & advances	1	,,,	I
-Loans		87,163,336,674	62,924,777,26
-Others		7,888,507,285	5,552,162,47
(f) Other current assets		642,280,211	1,107,064,84
Sub total		128,873,119,268	94,537,996,57
	ı	1	1





Notes to results:

- 1. The above financial results have been reviewed by the Audit Committee and approved by the Board at its meeting held on May 07, 2015.
- 2. The Standalone and Consolidated financial results for the quarter and year ended March 31, 2015, as submitted to Stock Exchanges are also available on our website www.indiainfoline.com.
- 3. The Company and its subsidiaries are engaged in finance and financial services activities. On a consolidated basis, the Company has identified three reportable segments namely (i) fund based activities, (2) financial product distribution and (3) capital market activities.
- 4. Standalone information of IIFL Holdings Limited is as under:

(Rs. In Lakhs)

Particulars	Quarter ended March 31, 2015 (Unaudited)	Quarter ended December 31, 2014 (Unaudited)	Quarter ended March 31, 2014 (Unaudited)	Year ended March 31, 2015 (Audited)	Year ended March 31, 2014 (Audited)
Total income	864.0	268.8	6,944.4	10,904.0	8,815.7
Profit before tax	484.7	75.9	6,754.8	10122.9	8,261.2
Profit after tax	303.1	121.1	6,754.8	9,822.2	9,776.7

- 5. During the quarter ended on March 31, 2015, the Company allotted 40,23,495 equity shares of Rs. 2/each on exercise of stock options under the Employee Stock Option Schemes.
- 6. During the year, the Company had declared an interim dividend of Rs. 3/- per share (Face Value of Rs. 2/- per share). The same is considered as final.
- 7. Previous periods figures have been regrouped / rearranged wherever necessary.

By order of the Board For IIFL Holdings Limited

(1)

Nirmal Jain Chairman

DIN: 00010535

Date: May 7, 2015 Place: Mumbai

Sharp & Tannan Associates

Chartered Accountants

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Auditor's Report on Quarterly Standalone financial and Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To, The Board of Directors, **IIFL Holdings Limited (Formerly India Infoline Limited)**

We have reviewed the quarterly standalone financial results of IIFL Holdings Limited(Formerly India Infoline Limited)("the Company") for the guarter ended 31st March, 2015 and audited year-to-date Standalone financial Results for the year from 1st April, 2014 to 31st March, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The standalone financial results for the quarter ended 31st March, 2015 have been prepared on the basis of the published standalone financial results for the quarter ended 31st December, 2014, audited annual standalone financial statements as at and for the year ended 31st March, 2015, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors on 7th May, 2015. Our responsibility is to express an opinion on these standalone financial results based on our review of the standalone financial results for the quarter ended 31st March, 2015 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Reporting, applicable accounting standards as specified under Section 133 of the Companies Act, 2013 read together with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India; and our audit of the annual standalone financial statements as at and for the year ended 31st March, 2015, and the relevant requirements of Clause 41 of the Listing Agreement.

We conducted our audit in accordance with the auditing standards accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the standalone financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as standalone financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



In our opinion and to the best of our information and according to the explanations given to us these quarterly standalone financial results as well as the year to date results:

- 1. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
- 2. give a true and fair view of the net profit and other standalone financial information for the quarter ended 31st March, 2015 as well as the year to date results for the period from 1st April, 2014 to 31st March, 2015.

Further, we report that the figures for the quarter ended 31st March, 2015 represent the derived figures between the audited figures in respect of the current full standalone financial year ended 31st March, 2015 and the published unaudited year-to-date figures up to 31st December, 2014, being the date of the end of the third quarter of the current standalone financial year, which were subjected to a limited review as stated above, as required under Clause 41 (I) (d) of the Listing Agreement.

> For Sharp and Tannan Associates Chartered Accountants

Tannan Associates Firm's Registration No.:109983W

Regn. No. 109983W

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By the hand of

Place: Mumbai

Date: 7th May, 2015

Tirtharai Khot Partner Membership No.:(F) 037457

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Chartered Accountants

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Auditor's Report on Quarterly Consolidated Financial and Consolidated Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement

To, The Board of Directors, IIFL Holdings Limited (Formerly India Infoline Limited)

We have reviewed the quarterly consolidated financial results of IIFL Holdings Limited(Formerly India Infoline Limited) ("the Company") and its subsidiaries / Jointly Controlled Entity of Subsidiary for the quarter ended 31st March, 2015 and audited year-todate Consolidated Financial Results for the year from 1st April, 2014 to 31st March, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The consolidated financial results for the quarter ended 31st March, 2015 have been prepared on the basis of the published consolidated financial results for the quarter ended 31st December, 2014, audited annual consolidated financial statements as at and for the year ended 31st March, 2015, and the relevant requirements of Clause 41 of the Listing Agreement which are the responsibility of the Company's management and have been approved by the Board of Directors on 7^{th} May, 2015. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the consolidated financial results for the quarter ended 31st March, 2015 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, applicable accounting standards as specified under Section 133 of the Companies Act, 2013, read together with rule 7 of the Companies (Accounts) Rule, 2014 and other accounting principles generally accepted in India; and our audit of the annual consolidated financial statements as at and for the year ended 31st March, 2015, and the relevant requirements of Clause 41 of the Listing Agreement.

We conducted our audit in accordance with the auditing standards accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provide a reasonable basis for our opinion. Tannan Association

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We did not carry out the audit of the financial statements of 3 subsidiaries and 8 step down subsidiaries. These Financial Statements have been audited by other auditors whose reports have been furnished to us and our opinion on the Statement, insofar as it relates to amounts included in respect of these subsidiaries, are based solely on these audited financial statements. The result also includes management reviewed financial statement of one jointly controlled entity of Subsidiary. The details of total assets, total revenues and net cash flows in respect of these subsidiaries and jointly controlled entity are given below:

(₹ in Lacs)

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	Total Assets	Total Revenue	Net Cash flows
Audited by other auditors			
Subsidiaries / step down Subsidiaries	8612	8485	3793
Management Reviewed			
Jointly Controlled Entity	2399	0	9

In our opinion and to the best of our information and according to the explanations given to us these quarterly consolidated financial results as well as the consolidated year to date results:

- 1. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
- 2. give a true and fair view of the net profit and other financial information for the quarter ended 31st March, 2015 as well as the consolidated year to date results for the period from 1st April, 2014 to 31st March, 2015.

Further, we report that the figures for the quarter ended 31st March, 2015 represent the derived figures between the audited figures in respect of the current full financial year ended 31st March, 2015 and the published unaudited year-to-date figures up to 31st December, 2014, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated above, as required under Clause 41 (I) (d) of the Listing Agreement.

> For Sharp and Tannan Associates Chartered Accountants

> Firm's Registration No.:109983W

By the hand of

Place: Mumbai

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Date: 7th May, 2015

Firtharaj Khot 109983W,

Regn. No.

Membership No. :(F) 037457