



INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED

February 3, 2015

Dear Debentureholder :

Pursuant to the provisions of the Listing Agreement executed between BSE Limited (BSE) (formerly Bombay Stock Exchange Limited) and the Company for listing of its Non-Convertible Debenture (NCDs) issued by the Company on BSE, we are providing herewith :

- (1) The Financial results of the Company for the year ended September 30, 2014 are enclosed as Annexure I
- (2) Credit Rating : The Company had been granted/ re-affirmed the following Credit Ratings during the period, April 1, 2014 to September 30, 2014 :
  - (a) Credit Analysis & Research Limited has assigned – ‘CARE A1+’ (A One Plus) for the short term borrowings of the Company
  - (b) Credit Analysis & Research Limited has assigned – ‘CARE AAA’ (Triple A) for the long term borrowings of the Company
  - (c) ICRA Limited has assigned – “[ICRA] A1+” for the short term borrowings of the Company
  - (d) ICRA Limited has assigned – “[ICRA] AAA” for the long term borrowings of the Company
  - (e) India Ratings & Research Private Limited (formerly Fitch Ratings India Private Limited) has assigned – ‘IND A1+’ for the short term borrowings of the Company
  - (f) India Ratings & Research Private Limited (formerly Fitch Ratings India Private Limited) has assigned – ‘IND AAA’ for the long term borrowings of the Company
- (3) The Debt to Equity Ratio for the period ended September 30, 2014 is 1.83 (after considering the preference share capital for computation of Debt to Equity Ratio)
- (4) The Asset Cover available for the period ended September 30, 2014 is 1.67 as per the Asset Cover as certified by M/s Deloitte Haskins & Sells LLP, Chartered Accounts, Mumbai and Statutory Auditors of the Company



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- (5) We are enclosing a statement indicating the details of outstanding NCDs listed on BSE and coupon payments due and payable for each of Series of NCDs as Annexure II. The Company has made all coupon payments and redemption payments on due dates
- (6) The list of top ten holders of Equity Shares, Debentures and Non-Convertible Redeemable Cumulative Preference Shares of the Company as on September 30, 2014 is attached as Annexure III

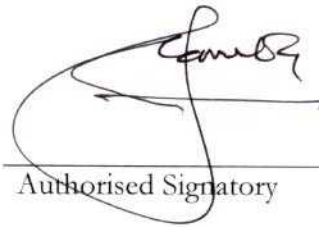
Sincerely

For Infrastructure Leasing &  
Financial Services Ltd



Authorized Signatory

For Central Bank of India



Authorized Signatory

Unaudited Financial Results for the half year ended September 30, 2014

(Rs in Lakhs)

| Particulars   | Half year ended |           | Figures for current period ended 30-Sep-14 | Year ended 31-Mar-14 |
|---|-----------------|-----------|--|----------------------|
|   | 30-Sep-14       | 30-Sep-13 |  |                      |
|   | (Unaudited)     | (Audited) | (Unaudited)                                | (Audited)            |
| 1. Interest / Income earned (a)+(b)+(c)+(d)   | 49,902          | 61,102    | 49,902                                     | 101,010              |
| (a) Interest on advances  | 17,357          | 17,610    | 17,357                                     | 38,002               |
| (b) Income on investments (Refer Note IV)   | 32,545          | 43,492    | 32,545                                     | 63,008               |
| (c) Interest on balances with Reserve Bank of India and other inter bank funds  | -               | -         | -  | -                    |
| (d) Others  | -               | -         | -  | -                    |
| 2. Other Income   | 28,077          | 26,690    | 28,077                                     | 52,297               |
| 3. Total Income (1+2)   | 77,979          | 87,792    | 77,979                                     | 153,307              |
| 4. Interest & Finance Charges   | 37,738          | 35,571    | 37,738                                     | 74,291               |
| 5. Operating Expenses (i)+(ii)  | 7,273           | 11,197    | 7,273                                      | 19,518               |
| (i) Employees Cost  | 3,314           | 6,301     | 3,314                                      | 9,607                |
| (ii) Other operating expenses (All items exceeding 10% of the total expenditure excluding interest expenditure may be shown separately) | 3,959           | 4,896     | 3,959                                      | 9,911                |
| (a) Depreciation / Amortisation (Refer Note V)  | (232)           | 615       | (232)                                      | 1,330                |
| (b) Rent  | 831             | 821       | 831  | 1,632                |
| (c) Repair & Maintainance   | 988             | 870       | 988  | 1,799                |
| (d) Other expenses  | 2,372           | 2,590     | 2,372                                      | 5,150                |
| 6. Total Expenditure (4+5) excluding provisions and contingencies   | 45,011          | 46,768    | 45,011                                     | 93,809               |
| 7. Operating Profit before Provisions and Contingencies (3-6)   | 32,968          | 41,024    | 32,968                                     | 59,498               |
| 8. Provisions (other than tax) and Contingencies (Refer Note VI)  | 2,682           | 4,001     | 2,682                                      | 14,339               |
| 9. Exceptional Items  | -               | -         | -  | -                    |
| 10. Profit (+) / Loss (-) from Ordinary Activities before tax (7-8-9)   | 30,286          | 37,023    | 30,286                                     | 45,159               |
| 11. Tax Expenses (Refer Note VII)   | 2,360           | 10,640    | 2,360                                      | 13,180               |
| 12. Net Profit (+) / Loss (-) from Ordinary Activities after tax (10-11)  | 27,926          | 26,383    | 27,926                                     | 31,979               |
| 13. Extraordinary items (net of tax expenses)   | -               | -         | -  | -                    |
| 14. Net Profit (+) / Loss (-) for the period (12-13)  | 27,926          | 26,383    | 27,926                                     | 31,979               |
| 15. Paid-up equity share capital (Face value of Rs.10 each)   | 11,806          | 11,683    | 11,806                                     | 11,806               |
| 16. Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)  | -               | -         | -  | 328,227              |
| 17. Analytical Ratios   |                 |           |  |                      |
| (i) Capital Ratio ( Refer Note VIII ) ( ★ ★ Unaudited)  | ★ ★ 33.67       | ★ ★ 37.34 | ★ ★ 33.67                                  | 35.65                |
| (ii) Earnings Per Share (EPS)   |                 |           |  |                      |
| - Basic EPS   | ★ 19.77         | ★ 22.58   | ★ 19.77                                    | 27.06                |
| - Diluted EPS   | ★ 19.77         | ★ 22.38   | ★ 19.77                                    | 27.06                |
| 18. NPA Ratios  |                 |           |  |                      |
| (a) (i) Gross NPA   | -               | -         | -  | -                    |
| (ii) Net NPA  | -               | -         | -  | -                    |
| (b) (i) % of Gross NPA  | 0.00%           | 0.00%     | 0.00%                                      | 0.00%                |
| (ii) Net NPA  | 0.00%           | 0.00%     | 0.00%                                      | 0.00%                |
| 19. Return on Average Assets (Refer Note X)   | ★ 2.14%         | ★ 2.36%   | ★ 2.14%                                    | 2.80%                |

★ Not Annualised





Notes to Unaudited Financial Results for the Half Year ended Sept 30, 2014 :

- (I) The above financial results of the Company for the half year ended September 30, 2014 has been approved by the Committee of Directors, a Sub Committee of the Board of Directors on November 14, 2014. The Statutory Auditors have carried out a limited review of the Unaudited Financial result for the half year ended September 30, 2014
- (II) During the period ended September 30, 2014 the Company has issued 184,624 Non-Convertible Redeemable Cumulative Preference Shares (NCRCPs) of face value Rs 7,500/- each at a premium of Rs 5,000/- per NCRCPs
- (III) At the Annual General Meeting held on September 22, 2014 the Shareholders have approved Right issue of Equity Shares. Accordingly, the Company has offered 13,117,721 equity shares on rights basis in the ratio of 1 : 9 i.e., 1 equity Share for every 9 equity Shares held. The record date for this purpose was October 17, 2014. The offer is open for subscription from October 27 to November 17, 2014, to all eligible equity shareholders of the Company
- (IV) Income on Investments includes interest on investments, dividend income and profit on sale of investments
- (V) Pursuant to the enactment of the Companies Act 2013 (the Act), the Company has, effective April 1, 2014 modified the useful lives of certain tangible assets in line with Schedule II of the Act. The Company has further decided to change the method of depreciation to Straight Line Method (SLM) in place of Written Down Value Method (WDV). As a result of the change in method of charging depreciation from WDV to SLM and change in useful life of certain category of assets
  - (a) the charge on account of Depreciation for the half year ended September 30, 2014, is lower by Rs 88.42 mn and profit before tax is higher by Rs 88.42 mn than the amount that would correspond to the method of depreciation previously used and useful lives previously assessed



- (b) An amount of Rs 65.32 mn representing the carrying amount of assets with revised useful life as nil, has been charged to Surplus in the Statement of Profit & Loss as at April 1, 2014

- (VI) Provisions (other than tax) and Contingencies include the following :

(Rs in Lakhs)

| Particulars                                   | Half Year ended       |                     | FY 2014<br>(Audited) |
|---|-----------------------|---------------------|----------------------|
|   | Sep'14<br>(Unaudited) | Sep'13<br>(Audited) |                      |
| Provision for General Contingencies           | 2,500                 | 4,000               | 14,000               |
| Contingency Provision against Standard Assets | 171                   | -                   | 327                  |
| Other amounts written off                     | 11                    | 1                   | 12                   |
| <b>Total</b>                                  | <b>2,682</b>          | <b>4,001</b>        | <b>14,339</b>        |

- (VII) Tax expense includes Provisions for Current Tax and Deferred Tax
- (VIII) Capital Adequacy ratio is not applicable since the Company is registered as a Systemically Important Core Investment Company (CIC-ND-SI) with the Reserve Bank of India (RBI) w.e.f. September 11, 2012. As per the Core Investment Companies (Reserve Bank) Directions, 2011, the Company is required to maintain Capital Ratio of atleast 30% apart from satisfying other conditions. The said ratios for the half year ended September 30, 2014 and September 30, 2013 are not verified by the Statutory Auditors
- (IX) The Company is in the business of providing financial services relating to the commercialisation of infrastructure including loans and investments in Group Companies. As such, all activities undertaken by the Company are incidental to the main business. There are no separate reportable business segments as per Accounting Standard 17 (AS-17) on "Segment Reporting"

- (X) Average of the opening and closing total assets for the period is considered as average assets for computation of return on Average Assets
  
- (XI) Figures for the previous year / period have been regrouped and re-classified wherever necessary



ANNEXURE II

INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED

LISTED SECURITIES DETAILS AS ON SEPTEMBER 30, 2014

| Sr No | Series    | Allotment Date | Maturity Date | Rate (%) | Coupon Date | Prev. Coupon | Next Coupon | O/s NCDs  |
|-------|-----------|----------------|---------------|----------|-------------|--------------|-------------|-----------|
| 1     | 2006-V    | 22-Dec-06      | 22-Dec-16     | 9.25     | 22-Dec      | 22-Dec-13    | 22-Dec-14   | 1,013,900 |
| 2     | 2007-II   | 11-Jun-07      | 11-Jun-17     | 10.50    | 11-Jun      | 11-Jun-14    | 11-Jun-15   | 615,600   |
| 3     | 2008-IX   | 15-Dec-08      | 15-Dec-18     | 12.20    | 15-Dec      | 15-Dec-13    | 15-Dec-14   | 1,400,000 |
| 4     | 2009-IV   | 17-Aug-09      | 17-Aug-16     | 9.25     | 17-Aug      | 17-Aug-14    | 17-Aug-15   | 2,451,000 |
| 5     | 2009-VI-A | 02-Mar-10      | 02-Mar-20     | 9.15     | 02-Mar      | 02-Mar-14    | 02-Mar-15   | 500,000   |
| 6     | 2009-VI-B | 22-Mar-10      | 22-Mar-20     | 9.20     | 22-Mar      | 22-Mar-14    | 22-Mar-15   | 500,000   |

- \* The NCDs are of Face Value of Rs 1000 each
- \* All coupon payments have been paid to the Debenture holders on the respective due dates



**INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED**

LIST OF TOP 10 HOLDERS OF EQUITY SHARES AND DEBENTURES AS ON SEPTEMBER 30, 2014

 (1) List of Top 10 holders of Debentures :

| <b>Name of Debenture Holders</b>            | <b>Amount<br/>(₹ Million)</b> |
|---|-------------------------------|
| Life Insurance Corporation of India         | 5,400.00                      |
| General Insurance Corporation of India      | 2,700.00                      |
| Postal Life Insurance Fund a/c SBI FMPL     | 2,450.00                      |
| Postal Life Insurance Fund a/c UTI AMC      | 2,420.00                      |
| SBI Employees Provident Fund                | 2,200.00                      |
| The Oriental Insurance Company Limited      | 2,120.00                      |
| CBT EPF-05-B-Dm                             | 2,004.05                      |
| State Bank Of India Employees' Pension Fund | 2,000.00                      |
| CBT EPF -11-B-Dm                            | 1,853.00                      |
| Army Group Insurance Fund                   | 1,850.00                      |

 (2) List of Top 10 holders holding fully paid up Equity Shares :

| <b>Name of Shareholder</b>   | <b>No of Shares</b> | <b>%</b> |
|--|---------------------|----------|
| Life Insurance Corporation of India                                      | 29,921,511          | 25.34    |
| ORIX Corporation, Japan  | 27,204,758          | 23.04    |
| IL&FS Employees' Welfare Trust   | 15,397,938          | 13.05    |
| Abu Dhabi Investment Authority   | 13,094,327          | 11.09    |
| Housing Development Finance Corporation Limited                          | 11,587,194          | 9.81     |
| Central Bank of India  | 9,843,386           | 8.34     |
| State Bank of India  | 8,237,967           | 6.98     |
| UTI-Unit linked Insurance Plan – UTI Asset Management Co Pvt. Ltd.       | 946,000             | 0.80     |
| India Discovery Fund   | 803,390             | 0.68     |
| Bay Capital Investment Managers Private Limited – A/c PMS Client Account | 314,791             | 0.27     |





- (3) List of Top 10 holders of Non-Convertible Redeemable Cumulative Preference Shares (NCRCPs) :

| Name of NCRCPs Holders              | Amount<br>(₹ Million) |
|-------------------------------------|-----------------------|
| L&T Infrastructure Finance Co Ltd.  | 1,200.00              |
| Azim Hasham Premji                  | 600.00                |
| Shree Cement Ltd.                   | 600.00                |
| HDFC Asset Management Co Ltd.       | 240.00                |
| International Tractors Ltd          | 150.00                |
| Wipro Enterprises Ltd.              | 150.00                |
| HDFC Ergo General Insurance Co Ltd. | 117.00                |
| Hindustan Composites Ltd.           | 90.00                 |
| Adventz Investments & Holdings Ltd  | 60.00                 |
| Polaris Financial Technologies Ltd  | 60.00                 |

